Form **990**

Department of the Treasury
Internal Revenue Service

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)

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

OMB No 1545-0047

2001

Open to Public Inspection

A For the 2001 calendar year, or tax year beginning , 2001, and ending

B Check if applicable: Address change / Name change / Initial return / Final return / Amended return / Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: MONTEREY BAY AQUARIUM FOUNDATION

Number and street (or P O box if mail is not delivered to street address): 886 CANNERY ROW | Room/suite

City or town, state or country, and ZIP + 4: MONTEREY, CA 93940

D Employer identification number: 94-2487469

E Telephone number: (831) 648-4800

F Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) ▶

● Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) If "Yes," enter number of affiliates ▶

H(c) Are all affiliates included? [ ] Yes [ ] No (If "No," attach a list See instructions)

H(d) Is this a separate return filed by an organization covered by a group ruling? [ ] Yes [X] No

I Enter 4-digit GEN ▶

G Web site ▶HTTP //WWW.MBAYAQ.ORG

J Organization type (check only one) ▶ [ ] 501(c) (3) ◀ (insert no) [ ] 4947(a)(1) or [ ] 527

K Check here ▶ [ ] if the organization's gross receipts are normally not more than $25,000 The organization need not file a return with the IRS but if the organization received a Form 990 Package in the mail it should file a return without financial data **Some states require a complete return**

M Check ▶ [ ] if the organization is **not** required to attach Sch B (Form 990, 990-EZ, or 990-PF)

L Gross receipts Add lines 6b 8b 9b and 10b to line 12 ▶ 68,486,441

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Specific Instructions on page 16)

Revenue

1	Contributions, gifts, grants, and similar amounts received				
a	Direct public support	1a	28,320,195.		
b	Indirect public support	1b			
c	Government contributions (grants)	1c			
d	Total (add lines 1a through 1c) (cash $ 27,333,223. noncash $ 986,972)			1d	28,320,195.
2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	18,609,352
3	Membership dues and assessments			3	4,422,094
4	Interest on savings and temporary cash investments			4	348,994
5	Dividends and interest from securities			5	2,118,529
6 a	Gross rents	6a	101,532		
b	Less rental expenses	6b	48,749		
c	Net rental income or (loss) (subtract line 6b from line 6a)			6c	52,783
7	Other investment income (describe ▶)			7	

		(A) Securities		(B) Other
8 a	Gross amount from sales of assets other than inventory	5,545,161.	8a	
b	Less cost or other basis and sales expenses	4,863,145.	8b	
c	Gain or (loss) (attach schedule)	682,016.	8c	

d	Net gain or (loss) (combine line 8c, columns (A) and (B))			8d	682,016
9	Special events and activities (attach schedule)				
a	Gross revenue (not including $ ____ of contributions reported on line 1a) STMT 2	9a	72,265		
b	Less direct expenses other than fundraising expenses	9b	66,244		
c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c	6,021
10 a	Gross sales of inventory, less returns and allowances	10a	8,948,319		
b	Less cost of goods sold	10b	4,187,241.		
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)			10c	4,761,078
11	Other revenue (from Part VII, line 103)			11	
12	**Total revenue** (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)			12	59,321,062

Expenses

13	Program services (from line 44, column (B))	13	49,249,947
14	Management and general (from line 44, column (C))	14	5,575,619
15	Fundraising (from line 44, column (D))	15	2,139,935
16	Payments to affiliates (attach schedule)	16	
17	**Total expenses** (add lines 16 and 44, column (A))	17	56,965,501

Net Assets

18	Excess or (deficit) for the year (subtract line 17 from line 12)	18	2,355,561
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	188,938,777
20	Other changes in net assets or fund balances (attach explanation) STMT. 3	20	-8,957,324
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21	182,337,014

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For Paperwork Reduction Act Notice, see the separate Instructions Form **990** (2001)

JSA 1E1010 2 000

Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See Specific Instructions on page 21.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) (cash $ 20,000,000 noncash $)	22	20,000,000	20,000,000	STMT 4	
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25 Compensation of officers, directors, etc	25	455,178	330,049	103,235	21,894
26 Other salaries and wages	26	10,902,008	7,905,027	2,472,587	524,394.
27 Pension plan contributions	27	1,198,000	871,167	268,450	58,383.
28 Other employee benefits	28	1,695,546	1,232,974	379,941	82,631
29 Payroll taxes	29	849,202	624,840	183,965	40,397
30 Professional fundraising fees	30				
31 Accounting fees	31	59,750	57,999	1,237	514
32 Legal fees	32	139,558		136,125	3,433
33 Supplies	33	947,257	740,790	199,821	6,646
34 Telephone	34	41,146	35,991	731	4,424
35 Postage and shipping	35	307,021	136,308	12,003	158,710
36 Occupancy	36				
37 Equipment rental and maintenance	37				
38 Printing and publications	38	978,712.	265,060	151,175	562,477
39 Travel	39	470,856	325,186	141,728	3,942
40 Conferences, conventions, and meetings	40	168,097	121,408	34,388	12,301
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule) STMT 5	42	6,160,210.	5,979,427	127,710	53,073
43 Other expenses not covered above (itemize) a STMT 8	43a	12,592,960.	10,623,721	1,362,523	606,716
b	43b				
c	43c				
d	43d				
e	43e				
44 **Total functional expenses** (add lines 22 through 43) *Organizations completing columns (B)-(D), carry these totals to lines 13-15*	44	56,965,501	49,249,947	5,575,619	2,139,935

Joint Costs Check ▶ [ ] if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ▶ [ ] Yes [X] No

If "Yes," enter (i) the aggregate amount of these joint costs $ ______, (ii) the amount allocated to Program services $ ______,

(iii) the amount allocated to Management and general $ ______, and (iv) the amount allocated to Fundraising $ ______

Part III Statement of Program Service Accomplishments (See Specific Instructions on page 24.)

What is the organization's primary exempt purpose? ▶ STMT 9	**Program Service Expenses** (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a SEE STATEMENTS 5-7 (Grants and allocations $)	49,249,947
b (Grants and allocations $)	
c (Grants and allocations $)	
d (Grants and allocations $)	
e Other program services (attach schedule) (Grants and allocations $)	
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ▶	49,249,947

Part IV Balance Sheets (See Specific Instructions on page 24)

Note	Where required, attached schedules and amounts within the description column should be for end-of-year amounts only			(A) Beginning of year		(B) End of year
Assets 45	Cash - non-interest-bearing			83,490	45	89,240.
46	Savings and temporary cash investments			8,776,190.	46	5,259,231
47a	Accounts receivable	47a	775,329.			
b	Less allowance for doubtful accounts	47b	1,834.	1,022,882	47c	773,495
48a	Pledges receivable	48a	7,465,361.			
b	Less allowance for doubtful accounts	48b	10,906.	6,219,931	48c	7,454,455
49	Grants receivable				49	
50	Receivables from officers, directors, trustees, and key employees (attach schedule)				50	
51a	Other notes and loans receivable (attach schedule)	51a				
b	Less allowance for doubtful accounts	51b			51c	
52	Inventories for sale or use			2,125,043	52	1,826,804
53	Prepaid expenses and deferred charges			230,360	53	380,615
54	Investments - securities (attach schedule) STMT 10 ▶ ☐ Cost ☒ FMV			74,589,490.	54	70,134,536
55a	Investments - land, buildings, and equipment basis	55a				
b	Less accumulated depreciation (attach schedule)	55b			55c	
56	Investments - other (attach schedule)				56	
57a	Land, buildings, and equipment basis	57a	157,129,075			
b	Less accumulated depreciation (attach schedule) STATEMENT 1	57b	53,664,696	102,899,063	57c	103,464,379
58	Other assets (describe ▶ STMT 11)			91,370	58	1,134,424
59	**Total assets** (add lines 45 through 58) (must equal line 74)			196,037,819	59	190,517,179
Liabilities 60	Accounts payable and accrued expenses			3,740,447	60	4,431,839
61	Grants payable				61	
62	Deferred revenue			3,358,595	62	3,748,326
63	Loans from officers, directors, trustees, and key employees (attach schedule)				63	
64a	Tax-exempt bond liabilities (attach schedule)				64a	
b	Mortgages and other notes payable (attach schedule)				64b	
65	Other liabilities (describe ▶)				65	
66	**Total liabilities** (add lines 60 through 65)			7,099,042	66	8,180,165
Net Assets or Fund Balances	**Organizations that follow SFAS 117, check here** ▶ ☒ and complete lines 67 through 69 and lines 73 and 74					
67	Unrestricted			181,966,418.	67	174,506,891
68	Temporarily restricted			2,957,926	68	3,481,312
69	Permanently restricted			4,014,433	69	4,348,811.
	Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 70 through 74					
70	Capital stock, trust principal, or current funds				70	
71	Paid-in or capital surplus, or land, building, and equipment fund				71	
72	Retained earnings, endowment, accumulated income, or other funds				72	
73	**Total net assets or fund balances** (add lines 67 through 69 OR lines 70 through 72, column (A) **must** equal line 19, and column (B) **must** equal line 21)			188,938,777.	73	182,337,014
74	**Total liabilities and net assets / fund balances** (add lines 66 and 73)			196,037,819	74	190,517,179

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization How the public perceives an organization in such cases may be determined by the information presented on its return Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See Specific Instructions, page 26.)

a	Total revenue, gains, and other support per audited financial statements	a	53,396,000.
b	Amounts included on line a but not on line 12, Form 990		
(1)	Net unrealized gains on investments $ -8,957,324		
(2)	Donated services and use of facilities $ 128,373		
(3)	Recoveries of prior year grants $		
(4)	Other (specify) STMT 12 $ 3,070,019		
	Add amounts on lines (1) through (4)	b	-5,758,932
c	Line a minus line b	c	59,154,932
d	Amounts included on line 12, Form 990 but not on line a.		
(1)	Investment expenses not included on line 6b, Form 990 $ 166,130		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2)	d	166,130.
e	Total revenue per line 12, Form 990 (line c plus line d)	e	59,321,062

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements	a	41,180,000.
b	Amounts included on line a but not on line 17, Form 990		
(1)	Donated services and use of facilities $ 128,373		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $		
(4)	Other (specify) STMT 13 $ 4,253,485		
	Add amounts on lines (1) through (4)	b	4,381,858
c	Line a minus line b	c	36,798,142
d	Amounts included on line 17, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $ 166,130		
(2)	Other (specify) STMT 14 $ 20,001,229		
	Add amounts on lines (1) and (2)	d	20,167,359
e	Total expenses per line 17, Form 990 (line c plus line d)	e	56,965,501

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated, see Specific Instructions on page 26.)

(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 & deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 17		455,178.	36,306	652

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? ☐ Yes ☒ No
If "Yes," attach schedule - see Specific Instructions on page 27

Part VI Other Information (See Specific Instructions on page 27.)

		Line	Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77		X
78a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b	X	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a		X
b	If "Yes," enter the name of the organization ▶ ______ and check whether it is ☐ exempt OR ☐ nonexempt			
81a	Enter direct or indirect political expenditure. See line 81 instructions — 81a: NONE			
b	Did the organization file Form 1120-POL for this year?	81b		X
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X	
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) — 82b			
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	N/A	
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A	
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	N/A	
b	Did the organization make only in-house lobbying expenditures of $2,000 or less?	85b	N/A	
	If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.			
c	Dues, assessments, and similar amounts from members — 85c: N/A			
d	Section 162(e) lobbying and political expenditures — 85d: N/A			
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices — 85e: N/A			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) — 85f: N/A			
g	Does the organization elect to pay the section 6033(e) tax on the amount in 85f?	85g	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A	
86	*501(c)(7) orgs.* Enter: a Initiation fees and capital contributions included on line 12 — 86a: N/A			
b	Gross receipts, included on line 12, for public use of club facilities — 86b: N/A			
87	*501(c)(12) orgs.* Enter: a Gross income from members or shareholders — 87a: N/A			
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) — 87b: N/A			
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88		X
89a	*501(c)(3) organizations.* Enter: Amount of tax imposed on the organization during the year under section 4911 ▶ NONE; section 4912 ▶ NONE; section 4955 ▶ NONE			
b	*501(c)(3) and 501(c)(4) orgs.* Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ N/A			
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶ N/A			
90a	List the states with which a copy of this return is filed ▶ CALIFORNIA			
b	Number of employees employed in the pay period that includes March 12, 2001 (See instructions.)	90b	431	
91	The books are in care of ▶ E PROHASKA — Telephone no. ▶ 831-648-4800			
	Located at ▶ 886 CANNERY ROW, MONTEREY, CA — ZIP + 4 ▶ 93940			
92	*Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041* - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 92: N/A			

Part VII Analysis of Income-Producing Activities (See Specific Instructions on page 32.)

Note *Enter gross amounts unless otherwise indicated*	Unrelated business income (A) Business code	(B) Amount	Excluded by section 512, 513, or 514 (C) Exclusion code	(D) Amount	(E) Related or exempt function income
93 Program service revenue					
a ADMISSION FEES					17,951,149.
b GUIDED TOURS					113,326
c EARNED BUS SPONSOR					292,499
d MEMBER EVENTS					134,429
e OTHER PROG REVENUE					117,949
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					4,422,094
95 Interest on savings and temporary cash investments			14	348,994	
96 Dividends and interest from securities			14	2,118,529.	
97 Net rental income or (loss) from real estate					
a debt-financed property			16	52,783	
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	682,016	
101 Net income or (loss) from special events			01	6,021	
102 Gross profit or (loss) from sales of inventory	453220	546,324			4,214,754
103 Other revenue a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		546,324.		3,208,343	27,246,200

105 Total (add line 104, columns (B), (D), and (E)) ▶ 31,000,867

Note *Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I*

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See Specific Instructions on page 32.)

Line No ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	STMT 18

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See Specific Instructions on page 33.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See Specific Instructions on page 33.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

Note: *If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).*

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

[redacted]

11-12-02

Date

CFO

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information - (See separate instructions.)

▶ MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2001

Name of the organization: MONTEREY BAY AQUARIUM FOUNDATION

Employer identification number: 94-2487469

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions List each one If there are 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 & deferred compensation	(e) Expense account and other allowances
DON HUGHES 886 CANNERY ROW MONTEREY, CA 93940	VP-VISITOR PRGMS 40 HOURS	105,621	24,015	NONE
CLAIRE SHERWOOD 886 CANNERY ROW MONTEREY, CA 93940	VP-SALES & MKTG 40 HOURS	90,366	11,897.	NONE
HENRY ARMSTRONG 886 CANNERY ROW MONTEREY, CA 93940	VP-COMMUNICATIONS 40 HOURS	87,679	14,850	NONE
DIANE SENA 886 CANNERY ROW MONTEREY, CA 93940	HERITAGE HARBOR MGR 20 HOURS	146,831	27,943.	279
CRISTINA FEKECI 886 CANNERY ROW MONTEREY, CA 93940	CHIEF DVLPMT OFFICER 40 HOURS	96,225	24,583	107
Total number of other employees paid over $50,000 ▶	97			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions List each one (whether individuals or firms) If there are none, enter "None ")

(a) Name and address of each independent contractor paid more than $50 000	(b) Type of service	(c) Compensation
STOCKER & ALLAIRE P.O. BOX 51879, PACIFIC GROVE, CA 93950	GENERAL CONTRACTOR	1,123,303
FRANK M BOOTH P O BOX 5, 222 3RD ST, MARYSVILLE, CA	GENERAL CONTRACTOR	423,924.
THE BRAVO GROUP 230 PARK AVE SOUTH, NEW YORK, NY 10003	SURVEYS CONDUCTORS	233,128
LEAGAS DELANEY, INC 840 BATTERY ST , 2ND FL , SF, CA 94111	ADVERTISING	752,593
RHODES/DAHL 4 MONTAGU ST , CHARLESTON, SC 29401	PROJECT MANAGEMENT	259,487
Total number of others receiving over $50,000 for professional services ▶ 14		

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Part III **Statements About Activities** (See page 2 of the instructions)

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ $ ______ (Must equal amount on line 38, Part VI-A, or line i or Part VI-B)	1		X
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? *(If the answer to any question is "Yes," attach a detailed statement explaining the transactions)*			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	STMT 20 Furnishing of goods, services, or facilities?	2c	X	
d	STMT 21 Payment of compensation (or payment or reimbursement of expenses if more than $1,000)?	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3	Does the organization make grants for scholarships, fellowships, student loans, etc ? (See **Note** below)	3		X
4	Do you have a section 403(b) annuity plan for your employees?	4	X	

Note *Attach a statement to explain how the organization determines that individuals or organizations receiving grants or loans from it in furtherance of its charitable programs "qualify" to receive payments*

Part IV **Reason for Non-Private Foundation Status** (See pages 3 through 6 of the instructions)

The organization is not a private foundation because it is (Please check only **ONE** applicable box)

5 [ ] A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)

6 [ ] A school Section 170(b)(1)(A)(ii) (Also complete Part V)

7 [ ] A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)

8 [ ] A Federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)

9 [ ] A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) **Enter the hospital's name, city, and state** ▶ ______

10 [ ] An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A.)

11a [ ] An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)

11b [ ] A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)

12 [X] 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 charitable, etc , 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) (Also complete the **Support Schedule** in Part IV-A)

13 [ ] An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in **(1)** lines 5 through 12 above, or **(2)** section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above

14 [ ] An organization organized and operated to test for public safety Section 509(a)(4) (See page 6 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) *Use cash method of accounting*

Note *You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting*

Calendar year (or fiscal year beginning in) ▶	(a) 2000	(b) 1999	(c) 1998	(d) 1997	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	7,480,247	9,513,564	8,943,257	7,359,142	33,296,210
16 Membership fees received	4,413,131	4,612,528	3,700,249	4,412,550.	17,138,458
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc , purpose	29,447,725	28,775,735	29,726,898	26,198,196	114148554
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	2,772,624	3,023,745	1,714,151	2,037,052.	9,547,572
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	44,113,727	45,925,572	44,084,555.	40,006,940	174130794.
24 Line 23 minus line 17	14,666,002	17,149,837	14,357,657	13,808,744	59,982,240.
25 Enter 1% of line 23	441,137	459,256	440,846.	400,069	

26 Organizations described on lines 10 or 11 a Enter 2% of amount in column (e), line 24 NOT APPLICABLE . ▶ 26a

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1997 through 2000 exceeded the amount shown in line 26a **Do not file this list with your return** Enter the total of all these excess amounts ▶ 26b

c Total support for section 509(a)(1) test Enter line 24, column (e) ▶ 26c

d Add Amounts from column (e) for lines 18 ______ 19 ______ 22 ______ 26b ______ ▶ 26d

e Public support (line 26c minus line 26d total) ▶ 26e

f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) ▶ 26f %

27 Organizations described on line 12 a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person " **Do not file this list with your return** Enter the sum of such amounts for each year

(2000) 705,509. (1999) 4,068,049 (1998) 1,409,910 (1997) 680,749

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) $5,000 (Include in the list organizations described in lines 5 through 11, as well as individuals) **Do not file this list with your return** After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year

(2000) ______ (1999) ______ (1998) ______ (1997) ______

c Add Amounts from column (e) for lines 15 33,296,210 16 17,138,458 17 114,148,554 20 ______ 21 ______ ▶ 27c 164,583,222

d Add Line 27a total 6,864,217 and line 27b total ______ ▶ 27d 6,864,217

e Public support (line 27c total minus line 27d total) ▶ 27e 157,719,005

f Total support for section 509(a)(2) test Enter amount on line 23, column (e) ▶ 27f 174,130,794

g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) ▶ 27g 90 5750 %

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶ 27h 5 4830 %

28 Unusual Grants For an organization described in line 10, 11, or 12 that received any unusual grants during 1997 through 2000, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant **Do not file this list with your return** Do not include these grants in line 15

Part V **Private School Questionnaire** (See page 7 of the instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31		
	If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
	If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)			
33	Does the organization discriminate by race in any way with respect to			
a	Students' rights or privileges?	33a		
b	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
e	Educational policies?	33e		
f	Use of facilities?	33f		
g	Athletic programs?	33g		
h	Other extracurricular activities?	33h		
	If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)			
34a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.	34b		
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation	35		

Part VI-A **Lobbying Expenditures by Electing Public Charities** (See page 9 of the instructions.)
(To be completed ONLY by an eligible organization that filed Form 5768) NOT APPLICABLE

Check ▶ a [ ] if the organization belongs to an affiliated group
Check ▶ b [ ] if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount. Enter the amount from the following table -	41		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43		
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44		

If the amount on line 40 is -	The lobbying nontaxable amount is -
Not over $500,000	20% of the amount on line 40
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000
Over $17,000,000	$1,000,000

Caution: *If there is an amount on either line 43 or line 44, you must file Form 4720*

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

	Lobbying Expenditures During 4-Year Averaging Period				
Calendar year (or fiscal year beginning in) ▶	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B **Lobbying Activity by Nonelecting Public Charities**
(For reporting only by organizations that did not complete Part VI-A) (See page 12 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h.)		X	
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i Total lobbying expenditures (add lines c through h.)			

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Part VII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations** (See page 12 of the instructions)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a *Transfers from the reporting organization to a noncharitable exempt organization of*			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

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

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

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ▶ ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545-0047

2001

Name of organization	Employer identification number
MONTEREY BAY AQUARIUM FOUNDATION	94-2487469

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	[X] 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 box(es) for both the General rule and a Special rule - see instructions)*

General Rule -

[ ] For organizations 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 -

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

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests 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 Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate 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 *Organizations that are not covered by the General rule and/or the Special rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)*

If a section 501(c)(7), (8), or (10) organization received contributions or bequests for use exclusively for religious, charitable, etc , purposes (sections 170(c)(4), 2055(a)(3), or 2522(a)(3)) -

List in Part I each contributor whose contributions total more than $1,000 during the year that were for a religious, charitable, etc , purpose To determine the $1,000, aggregate all of a contributor's gifts for the year (regardless of amount) For a noncash contribution, complete Part II

All section 501(c)(7), (8), or (10) organizations that received **any** charitable contributions and listed **any** charitable contributors on Part I must also complete Part III

If a section 501(c)(7), (8), or (10) organization received charitable gifts, but is not required to list **any** charitable contributors on Part I, check the box on line **A** at the top of Schedule B (Form 990 or 990-EZ) and enter the amount of charitable contributions received in the space provided The organization need not complete and attach Part III

Specific Instructions

Note: *You may duplicate Parts I II, and III if more copies are needed Number each page of each Part*

Part I In column **(a)**, identify the first contributor listed as no 1 and the second contributor as no 2, etc Number consecutively Show the contributor's name, address, aggregate contributions for the year, and the type of contribution (e g , whether an individual, payroll, or noncash contribution) Report payroll contributions by listing the employer's name, address, and total amount given (unless an employee gave enough to be listed individually)

Part II In column **(a)**, show the number that corresponds to the contributor's number in Part I Describe the noncash contribution fully Report on property with readily determinable market value (i e , market quotations for securities) by listing its fair market value (FMV) For marketable securities registered and listed on a recognized securities exchange, measure market value by the average of the highest and lowest quoted selling prices (or the average between the bona fide bid and asked prices) on the contribution date See Regulations section 20 2031-2 to determine the value of contributed stocks and bonds When market value cannot be readily determined, use an appraised or estimated value To determine the amount of a noncash contribution that is subject to an outstanding debt, subtract the debt from the property's fair market value

Part III Section 501(c)(7), (8), or (10) organizations that received contributions or bequests for use exclusively for religious, charitable, etc , purposes must complete Parts I through III for those persons whose gifts totaled more than $1,000 during the year Show also, in the heading of Part III, total gifts that were $1,000 or less and were for a religious, charitable, etc , purpose *Complete this information only on the first Part III page*

If an amount is set aside for a religious, charitable, etc , purpose, show in column **(d)** how the amount is held (e g , whether it is mingled with amounts held for other purposes) If the organization transferred the gift to another organization, show the name and address of the transferee organization in column **(e)** and explain the relationship between the two organizations

Name of organization	Employer identification number
MONTEREY BAY AQUARIUM FOUNDATION	94-2487469

Part I **Contributors** (See Specific Instructions)

(a) No.	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		20,725,193	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2		1,005,500	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3		1,312,736.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
4		1,000,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
			Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

FORM 990, PART IV - LAND, BUILDINGS, EQUIPMENT & DEPRECIATION

	COST	ACCUMULATED DEPRECIATION	NET
LAND	8,850,285	-	8,850,285
LAND IMPROVEMENTS	756,385	(277,333)	479,052
BUILDINGS	110,930,827	(30,812,298)	80,118,529
EXHIBITS	18,480,285	(10,705,869)	7,774,416
EQUIPMENT	14,370,254	(11,869,196)	2,501,058
CONSTRUCTION	3,741,039	-	3,741,039
	157,129,075	(53,664,696)	103,464,379

FORM 990, PART I - SPECIAL FUNDRAISING EVENTS AND ACTIVITIES

DESCRIPTION	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
JAZZ AT THE AQUARIUM	72,265.	66,244.	6,021.
TOTALS	72,265.	66,244.	6,021.

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED LOSS ON INVESTMENTS		8,957,324.
	TOTAL	8,957,324.

STATEMENT 3

FORM 990, PART II - GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
MONTEREY BAY AQUARIUM SUPPORT SERVICES 99 PACIFIC STREET, SUITE 575A MONTEREY, CA 93940	501(C)(3)	FUND INITIAL OPER COSTS & PURCHASE PROPERTY	12,510,000
HERITAGE HARBOR REAL ESTATE 99 PACIFIC STREET, SUITE 575A MONTEREY, CA 93940	501(C)(3)	FUND INITIAL OPER COSTS & PURCHASE PROPERTY	7,490,000
		TOTAL CONTRIBUTIONS PAID	20,000,000

Monterey Bay Aquarium
Education, Research and Exhibit Programs

Education Administration

More than 25 professional staff and over 900 volunteers work with diverse on- and off-site audiences to produce and deliver the Monterey Bay Aquarium's education programs and advance the Aquarium's mission to inspire conservation of the oceans

School Programs

Each year nearly 90,000 school children enjoy and benefit from programs at the Aquarium Before, during and after their visits, Aquarium staff work with teachers to tailor discovery labs and tours to each class' unique interests, learning abilities, grade level and language needs Program topics include adaptations of animals to different marine habitats, marine mammals, and sharks/fishes All discovery labs' programs and tours include a discussion of the roles students can play in marine conservation These programs and the print materials and services that support them are provided free of charge New programs use the Splash Zone family gallery as the setting for customized learning activities with low-income Hispanic preschool students through the Head Start programs in Monterey and Santa Cruz counties

Teen Programs

For our teenage audience we offer the Student Oceanography Club, Young Women in Science and the High School Intern programs These programs give teens hands-on experiences with marine and terrestrial habitats, conservation projects, access to scientists doing research and career information

Teacher Programs

Professional educators are essential and respected partners in the Aquarium's mission to inspire ocean conservation in the next generation. Each year hundreds of central California teachers and school administrators come to the Aquarium to enhance their knowledge, their teaching skills, and their effectiveness as leaders in reforming their schools Programs lasting from one to 10 days focus on marine systems, conservation education and teaching strategies They include field, laboratory, aquarium, classroom, and Internet experiences and projects

Interpreter Programs

Each week, paid staff and more than 500 trained volunteers add to the richness of the visitors' experience by staffing interpretive stations throughout the Aquarium They answer questions, narrate feeding shows, lead tours, assist with hands-on exhibits and stage a variety of live programs for visitors Aquarium staff train over 125 new guides each year during a 16-week course, as well as middle- and high school students as student guides Volunteers throughout the Aquarium program contributed 121,722 hours during 2001

Internship Programs

Summer internships for college students are available in the Aquarium Paid interns receive training and work experience in interpretation techniques, animal husbandry, and program delivery, and also participate in conservation research projects.

Information Resources

The Aquarium's Information Resources unit includes the Aquarium library and archives collection Resources include books, periodicals, curriculum and teaching materials, videos, photographs, scientific illustrations and artifacts Staff and volunteers use these resources for scientific research, education programs, professional development, and for developing exhibits, publications and other products The archive conducts photo research and provides high quality images for Aquarium exhibits and publications

Electronic Outreach

In 2001, the Aquarium's web site (www montereybayaquarium org) provided a significant educational resource for audiences beyond our walls New features included additional live web cams of Aquarium exhibits, a calendar of upcoming Aquarium events and a first-ever online press room to serve the needs of journalists around the world

Publishing Program

The Monterey Bay Aquarium Press reaches audiences around the world through a publishing program that includes nearly 40 titles What began as a series of natural history books about marine habitats of Monterey Bay has grown into a list featuring nine titles in the Natural History series, conservation books, numerous children's books, field guides and videos The Press publishes 4-6 titles each year. Every MBA Press publication *supports the Aquarium's mission and is designed to stimulate curiosity and understanding* of the natural world while creating an ethic of stewardship in people of all ages

Research and Conservation

The Tuna Research and Conservation Center, a joint project with Stanford University, is a leading center to study these ecologically and commercially important fishes TRCC initiatives, especially field tagging of Atlantic bluefin tunas with microprocessor equipped data tags, are answering basic questions about tunas' marathon migrations Other research involves the genetic diversity of tuna populations within ocean basins The TRCC published a major paper in the journal *Science* that should lead to better management of the tuna fishery

Biologists with the Aquarium's Sea Otter Research and Conservation program are involved in virtually every research project affecting the long-term health of California's threatened sea otter population They rescue and rehabilitate injured and orphaned sea otters for return to the wild, and collaborate with other institutions on sea otter research and captive management The Aquarium's Conservation Research group oversees these activities, and organizes forums that engage the public in ocean policy issues

We've expanded our Seafood Watch program to reach a national audience This program makes recommendations on which seafoods are environmentally sustainable based on the best scientific information available, and collaborates with many other organizations to raise consumer awareness about sustainable seafood issues

Living Exhibits

Aquarium exhibits create a living extension of Monterey Bay – the heart of the nation's largest marine sanctuary – by featuring more than 250,000 animals and plants representing 700 species found in the region Raw seawater from the bay is piped into the Aquarium at a rate of up to 2,000 gallons a minute to sustain a three-story living kelp forest, a Monterey Bay Habitats exhibit with large sharks and schooling fishes, a two-story sea otter exhibit, a walk-through aviary, and nearly 200 smaller exhibits and galleries devoted to the varied habitats around the bay

Outer Bay exhibits, devoted to life of the open ocean, help complete the story of Monterey Bay The galleries include a million-gallon indoor ocean with tuna, sharks, ocean sunfish, and other species, large jellyfish galleries, and exhibits devoted to ocean conservation issues The largest living deep sea exhibit in the world, "Mysteries of the Deep," opened as a special exhibition in 1999 It will help shape the future form of permanent deep sea galleries at the Aquarium Annual special exhibitions feature sea life and conservation topics from around the world In 2001, two new exhibits opened "Saving Seahorses," a special exhibition featuring some captivating fishes whose survival is threatened around the world, and "Vanishing Wildlife," a compelling conservation exhibit about the threats facing sea turtles, tunas and sharks worldwide

Aquarium Admissions

In 2001, 1,725,411 people visited the Monterey Bay Aquarium The Aquarium's exhibits further visitors' knowledge of the natural environment of the Monterey Bay region, the Monterey submarine canyon and the California coastline, and inspire conservation of ocean habitats worldwide

Total expenses accounting for all the program services of the Monterey Bay Aquarium are $49,249,947 Volunteers contributed 121,722 hours

FORM 990, PART II - OTHER EXPENSES

DESCRIPTION	TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL	FUNDRAISING
COST OF SALES - EVENTS	631,329.	191,621.	394,713.	44,995.
ADVERTISING	1,125,511.	1,106,120.	19,391.	
AUTO/TRUCK	7,120.	7,120.		
BAD DEBT	177.		177.	
BANK SERVICES	52,456.		52,456.	
BOARD MEMBER EXPENSE	5,883.		5,883.	
BOAT	8,340.	8,340.		
BOOKS/SUBSCRIPTIONS/DUES	162,629.	88,967.	71,723.	1,939.
COMPUTER SUPPLIES	161,050.		161,050.	
GAIN ON SALE OF ASSETS	-801.		-801.	
INSURANCE	1,925.	1,925.		
LICENSES	25,930.	25,345.	585.	
MAINTENANCE CONTRACTS	193,920.	25,156.	164,131.	4,633.
OUTSIDE SERVICES	1,942,783.	1,310,914.	229,779.	402,090.
PROMOTIONS	321,983.	157,576.	75,130.	89,277.
PROPERTY TAXES	5,547.		5,547.	
SPECIMEN FOOD	338,330.	338,330.		
STIPENDS	6,908.	6,908.		
TOOLS	3,977.	3,977.		
TRADE CONVENTIONS	46,097.	46,062.	35.	
UTILITIES	31,160.	1,917.	29,243.	
INVESTMENT MANAGEMENT FEES	166,130.	166,130.		
ALLOCABLE OPERATIONS	6,649,430.	6,454,291.	137,852.	57,287.
ALLOCABLE ADMINISTRATION	753,896.	731,772.	15,629.	6,495.
RENTAL EXPENSES	-48,750.	-48,750.		
TOTALS	12592960.	10623721.	1,362,523.	606,716.

FORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE
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OPERATION OF MONTEREY BAY AQUARIUM.

MONTEREY BAY AQUARIUM FOUNDATION 94-2487469

FORM 990, PART IV - INVESTMENTS - SECURITIES

DESCRIPTION	ENDING BOOK VALUE
CORPORATE STOCK	25,708,378.
MUTUAL FUNDS	41,271,853.
DEAN WITTER CH TRUST	874,545.
CASH EQUIVALENTS	2,279,760.
TOTALS	70,134,536.

STATEMENT 10

FORM 990, PART IV - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE
LIQUOR LICENSE	91,370.
RECEIVABLE FROM SUBSIDIARIES	1,043,054.
TOTALS	1,134,424.

FORM 990, PART IV-A - OTHER REVENUE ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
SPECIAL EVENTS EXPENSE RECLASS	66,244.
COST OF GOODS SOLD	4,187,241.
REVENUE OF SUBSIDIARIES	-1,184,258.
ROUNDING	792.
TOTAL	3,070,019.

MONTEREY BAY AQUARIUM FOUNDATION 94-2487469

FORM 990, PART IV-B - OTHER EXPENSES ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
SPECIAL EVENTS EXPENSE RECLASS	66,244.
COST OF GOODS SOLD	4,187,241.
TOTAL	4,253,485.

STATEMENT 13

FORM 990, PART IV-B - OTHER EXPENSES ON RETURN BUT NOT ON BOOKS

DESCRIPTION	AMOUNT
GRANTS TO SUBSIDIARIES	20,000,000.
ROUNDING	1,229.
TOTAL	20,001,229.

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JULIE PACKARD 886 CANNERY ROW MONTEREY, CA 93940	EXECUTIVE DIRECTOR 30 HOURS	163,289.	19,582.	212.
PETER S. BING, MD 886 CANNERY ROW MONTEREY, CA 93940	CHAIRMAN 1 HOUR	NONE	NONE	NONE
SARAH BONNER 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
SUSAN FORD 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
MELVIN B. LANE 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
JANE LUBCHENKO 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
MARCIA MCNUTT, PHD 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
BASIL MILLS 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
STEPHEN C. NEAL 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
SUSAN ORR 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
DAVID W. PACKARD, PHD 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
MARGARET ROGERS 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
GEORGE P. SCHULTZ 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
DIANE K. SIRI 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
GORDON R. SMITH 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
JANE STEEL 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LYDIA M. VILLARREAL 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
NANCY BURNETT 886 CANNERY ROW MONTEREY, CA 93940	TRUSTEE 1 HOUR	NONE	NONE	NONE
MICHAEL PEREZ 886 CANNERY ROW MONTEREY, CA 93940	CHIEF FINANCIAL OFCR 40 HOURS	82,151.	9,741.	128.
JAMES HEKKERS 886 CANNERY ROW MONTEREY, CA 93940	EXEC VICE PRESIDENT 40 HOURS	209,738.	6,983.	312.
BARBARA WRIGHT * 886 CANNERY ROW MONTEREY, CA 93940	SECRETARY 1 HOUR	NONE	NONE	NONE
	GRAND TOTALS	245,440.	29,323.	340.

* BARBARA WRIGHT IS AN OFFICER OF MONTEREY BAY AQUARIUM FOUNDATION (FOUNDATION). HER FIRM, FINCH, MONTGOMERY, WRIGHT & EMMER, PROVIDES LEGAL SERVICES TO THE FOUNDATION. FEES FOR THESE SERVICES ARE PAID TO THE FIRM AND ARE FOR LEGAL SERVICES, NOT FOR SERVICES IN HER CAPACITY AS AN OFFICER.

FORM 990, PART VIII - ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE NO.	EXPLANATION OF HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART VII CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES
93A	THE ADMISSION FEE PROGRAM CONSTITUTES THE SINGLE LARGEST SOURCE OF FINANCIAL SUPPORT FOR THE AQUARIUM. THIS SUPPORT MAKES POSSIBLE THE AQUARIUM'S ONGOING EXTENSIVE EXHIBIT AND EDUCATION PROGRAMS AND ALLOWS THE AQUARIUM TO UPDATE AND EXPAND THE EDUCATIONAL MATERIAL IT PRESENTS TO THE PUBLIC. IT DEFRAYS THE COST OF PROVIDING CLASSROOM PROGRAMS FREE OF CHARGE TO VISITING SCHOOL GROUPS AND, IN GENERAL, SUPPORTS THE LEVEL OF EXHIBIT AND EDUCATION PROGRAMS FAR BEYOND THOSE WHICH COULD BE SUPPORTED BY FUNDRAISING IN THE COMMUNITY ALONE
93B	THESE GUIDED TOURS OF THE AQUARIUM HEIGHTEN THE VISITOR'S EDUCATIONAL EXPERIENCE BY PROVIDING INSTRUCTION ABOUT THE AQUARIUM'S EXHIBITS, SUPPORT FUNCTIONS, RESEARCH AND OTHER AREAS OF CONCERN. THIS RESULTS IN THE PROVISION OF EDUCATIONAL INFORMATION, WHICH IS NOT OTHERWISE AVAILABLE TO THE PUBLIC THROUGH THE AQUARIUM'S INTERPRETIVE EXHIBIT PROGRAMS.
93C	THE BUSINESS SPONSORSHIP PROGRAM ENABLES THE BUSINESS COMMUNITY TO FUND SPECIFIC EXHIBITS AND OTHER EDUCATIONAL ACTIVITIES OF MUTUAL INTEREST. THE EXHIBITS FUNDED THROUGH THIS PROGRAM ATTRACT NEW AS WELL AS REPEAT VISITORS TO THE AQUARIUM AND INCREASE THE VISITOR'S KNOWLEDGE OF THE AQUARIUM'S COLLECTIONS AND MARINE SCIENCE IN GENERAL.
93D	THESE EVENTS PROVIDE AQUARIUM MEMBERS THE OPPORTUNITY TO MEET AQUARIUM STAFF AND GUEST LECTURERS AND LEARN MORE ABOUT AQUARIUM PROJECTS AND MARINE SCIENCE TOPICS OF INTEREST. THE APPEAL, CONVENIENCE AND ACCESSIBILITY OF THESE EVENTS INCREASE VISITS TO THE AQUARIUM AND SUBSTANTIALLY ENHANCE THE EDUCATIONAL EXPERIENCE OF THE MEMBER VISITOR.
93E	OTHER VISITOR BENEFITS
94	THROUGH A MODEST ANNUAL FEE, A MEMBER IS ENTITLED TO UNLIMITED VISITS TO THE AQUARIUM, RECEIPT OF PUBLICATIONS CONTAINING NEWS AND INFORMATION ABOUT THE AQUARIUM, ITS EXHIBITS, RESEARCH AND MARINE SCIENCE TOPICS OF CONCERN. MEMBERS ARE ALSO PROVIDED OTHER PRIVILEGES DESIGNED TO FURTHER THE EDUCATIONAL AND SCIENTIFIC OBJECTIVES OF THE AQUARIUM. THE MEMBERSHIP PROGRAM PROVIDES A MECHANISM FOR DISTRIBUTING EDUCATIONAL MATERIALS ABOUT THE AQUARIUM TO NONRESIDENTS THROUGH THE MAIL AS WELL AS ENRICHING THE EDUCATIONAL OPPORTUNITIES AVAILABLE FOR THE IMMEDIATE COMMUNITY.
102	THE BOOKSTORE OFFERS FOR SALE A WIDE RANGE OF ARTICLES, WHICH FURTHER THE AQUARIUM'S EXEMPT FUNCTION. FOR EXAMPLE,

FORM 990, PART VIII - ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE NO.	EXPLANATION OF HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART VII CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES
	THE BOOKSTORE SELLS BOOKS, ARTISTIC RENDERINGS, INTERPRETIVE DEPICTIONS AND REPRODUCTIONS RELATED TO AQUARIUM EXHIBITS; AS WELL AS SCIENTIFIC EQUIPMENT AND INSTRUMENTS. THE ITEMS SOLD RELATE TO THE AQUARIUM'S EXEMPT FUNCTION BY: (1)ENHANCING VISITOR KNOWLEDGE OF AND INTEREST IN SCIENTIFIC, TECHNOLOGICAL, HISTORICAL AND CULTURAL AREAS RELATED TO THE AQUARIUM'S RESEARCH, CONCERN AND INVOLVEMENT AND (2)ENCOURAGING LEARNING THROUGH DIRECT PARTICIPATION AND REINFORCING AQUARIUM EDUCATIONAL ACTIVITIES.

FORM 990, SCHEDULE A, PART III - RELATED PARTY TRANSACTIONS

RELATED PARTY	AMOUNT	TRANSACTION
NANCY BURNETT, TRUSTEE SEA STUDIOS	10,069	INVENTORY PURCHASES
HEWLETT-PACKARD COMPANY	18,749	SUPPORT AGREEMENTS, HARDWARE AND SOFTWARE PURCHASES
GORDON SMITH, CEO PACIFIC, GAS & ELECTRIC	1,140,501	SERVICES

SCHEDULE A, PART III - EXPLANATION FOR LINE 2D
==

SEE FORM 990, PART V

Form **8868**
(December 2000)
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)

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

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

Note *Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only* ▶ ☒

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print	Name of Exempt Organization	Employer identification number
	MONTEREY BAY AQUARIUM FOUNDATION	94-2487469
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	
	886 CANNERY ROW	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	MONTEREY, CA 93940	

Check type of return to be filed (file a separate application for each return)

☐ Form 990	☒ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T(sec 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☐ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- 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 will cover

1 I request an automatic 3-month (6-month, for **990-T corporation**) extension of time until 11/15, 2002, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ ☒ calendar year 2001 or
▶ ☐ tax year beginning ______, ______, and ending ______, ______

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a 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 . . . $ -0-

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit . . . $

c **Balance Due** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions . . . $ -0-

Signature and Verification

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 ▶ Sharon L Zorbach Title ▶ DELOITTE & TOUCHE Date ▶ 5/6/02

For Paperwork Reduction Act Notice, see Instruction Form **8868** (12-2000)

JSA
1F8054 1 000

• 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 - Must File Original and One Copy.

Type or print

File by the extended due date for filing the return See instructions

Name of Exempt Organization	Employer identification number
MONTEREY BAY AQUARIUM FOUNDATION	94-2487469
Number, street, and room or suite no If a P O box, see instructions	For IRS use only
886 CANNERY ROW	
City, town or post office, state, and ZIP code For a foreign address, see instructions	
MONTEREY, CA 93940	

Check type of return to be filed (File a separate application for each return)

[X] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [ ] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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

• 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 11/15/2002

5 For calendar year 2001, or other tax year beginning ________ and ending ________

6 If this tax year 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 ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a 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 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 . . . . $

c **Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions . . . . $

Signature and Verification

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 ▶ Sharon Zorbach Title ▶ DELOITTE & TOUCHE Date ▶ 8/14/02

Notice to Applicant - To Be Completed by the IRS

[ ] We have approved this application Please attach this form to the organization's return

[ ] We have not approved this application However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions) This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return Please attach this form to the organization's return

[ ] We have not approved this application After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file We are not granting a 10-day grace period

[ ] We cannot consider this application because it was filed after the due date of the return for which an extension was requested

[ ] Other ________

________ By ________ ________
Director Date

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Type or print

Name
DELOITTE & TOUCHE
Number and street (include suite, room, or apt. no.) Or a P.O box number
50 FREMONT STREET
City or town, province or state, and country (including postal or ZIP code)
SAN FRANCISCO, CA 94105

JSA