

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 private foundations)

Do not enter social security numbers on this form as it may be made public
Information about Form 990 and its instructions is at www.irs.gov/form990

OMB No 1545-0047
2014
Open to Public Inspection

A For the 2014 calendar year, or tax year beginning 01-01-2014, and ending 12-31-2014

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization Monterey Bay Aquarium Foundation		D Employer identification number 94-2487469
	% EDWARD E PROHASKA Doing business as		E Telephone number (831) 648-4800
	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 province, country, and ZIP or foreign postal code Monterey, CA 93940		
F Name and address of principal officer Julie Packard 886 Cannery Row Monterey, CA 93940		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: www.montereybayaquarium.org			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other			L Year of formation 1978
			M State of legal domicile CA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities The mission of the Monterey Bay Aquarium is to inspire conservation of the oceans. See Schedule O for further detail.				
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets				
Activities & Governance	3 Number of voting members of the governing body (Part VI, line 1a)	3	17		
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16		
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	622		
	6 Total number of volunteers (estimate if necessary)	6	1,260		
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	209,407		
	b Net unrelated business taxable income from Form 990-T, line 34	7b			
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	44,782,063	Current Year	47,916,874
	9 Program service revenue (Part VIII, line 2g)		39,487,351		43,451,445
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		22,226		6,328,775
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		2,266,377		3,130,547
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)		86,558,017		100,827,641
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		320,165	
14 Benefits paid to or for members (Part IX, column (A), line 4)			0		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)			33,184,634		36,709,765
16a Professional fundraising fees (Part IX, column (A), line 11e)			239,866		291,455
b Total fundraising expenses (Part IX, column (D), line 25) \rightarrow 3,208,006					
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)			34,063,210		39,064,757
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)		67,807,875		76,548,153	
19 Revenue less expenses Subtract line 18 from line 12		18,750,142		24,279,488	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	363,472,520	End of Year	391,700,610
	21 Total liabilities (Part X, line 26)		13,993,803		15,592,256
	22 Net assets or fund balances Subtract line 21 from line 20		349,478,717		376,108,354

Part II Signature Block

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

Sign Here	***** Signature of officer	2015-11-10 Date
	Edward E Prohaska CFO Type or print name and title	

Paid Preparer Use Only	Print/Type preparer's name Rosemarie Brown	Preparer's signature Rosemarie Brown	Date	Check <input type="checkbox"/> if self-employed	PTIN P01279077
	Firm's name \rightarrow GRANT THORNTON LLP			Firm's EIN \rightarrow	
	Firm's address \rightarrow 101 CALIFORNIA STREET SUITE 2700 SAN FRANCISCO, CA 94111			Phone no (415) 986-3900	

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission

See Schedule O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

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

4a (Code) (Expenses \$ 31,776,381 including grants of \$ 106,357) (Revenue \$ 39,907,685)
 Manne Life Exhibition and Care - See Schedule O

4b (Code) (Expenses \$ 11,690,608 including grants of \$ 120,692) (Revenue \$ 2,636,353)
 Education and Outreach - See Schedule O

4c (Code) (Expenses \$ 6,315,215 including grants of \$ 211,647) (Revenue \$)
 Conservation and Research - See Schedule O

See Additional Data

4d Other program services (Describe in Schedule O)
 (Expenses \$ 16,288,120 including grants of \$ 43,480) (Revenue \$ 907,407)

4e Total program service expenses 66,070,324

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable 1a 342		
1b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable 1b 0		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? 1c Yes	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return 2a 622		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions) 2b Yes	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year? 3a		No
3b	If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation in Schedule O</i> 3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? 4a		No
b	If "Yes," enter the name of the foreign country b _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? 5a		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? 5b		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T? 5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? 6a		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 6b		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? 7a	Yes	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided? 7b	Yes	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? 7c		No
7d	If "Yes," indicate the number of Forms 8282 filed during the year 7d		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7e		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7f		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? 7g		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? 7h		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? 8		
9a	Did the sponsoring organization make any taxable distributions under section 4966? 9a		
9b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? 9b		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12 10a		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities 10b		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders 11a		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) 11b		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12a		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year 12b		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O 13a		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans 13b		
13c	Enter the amount of reserves on hand 13c		
14a	Did the organization receive any payments for indoor tanning services during the tax year? 14a		No
14b	If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation in Schedule O</i> 14b		

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

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?		No
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	Yes	
8b	Each committee with authority to act on behalf of the governing body?	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	Yes	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	Yes	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	Yes	
13	Did the organization have a written whistleblower policy?	Yes	
14	Did the organization have a written document retention and destruction policy?	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	Yes	
15b	Other officers or key employees of the organization	Yes	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed <input checked="" type="checkbox"/> CA
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input checked="" type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20	State the name, address, and telephone number of the person who possesses the organization's books and records <input checked="" type="checkbox"/> EDWARD E PROHASKA 886 CANNERY ROW Monterey, CA 93940 (831) 648-4800

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

Check if Schedule O contains a response or note to any line in this Part VII 

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

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

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

• List all of the organization's **current** key employees, if any See instructions for definition of "key employee "

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

• List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			

1b Sub-Total			
c Total from continuation sheets to Part VII, Section A			
d Total (add lines 1b and 1c)	2,818,332	0	545,658

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **43**

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
Impacts Research Development, 3720 Falcon Riedge Drive MEDINA, OH 44256	Market Research	3,171,000
Chemistry Club DBA, 451 Pacific Avenue SAN FRANCISCO, CA 94133	Advertising	2,775,604
Stocker Allaire, 21B Mandeville Court MONTEREY, CA 93940	Construction	735,792
San Jose Construction Co, 1000 Munras Ave Suite 100 MONTEREY, CA 93940	Construction	462,345
Frank M Booth Inc, 222 Third Street MARYSVILLE, CA 95901	Construction	381,792

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **52**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514		
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns 1a						
	b Membership dues 1b	11,347,871					
	c Fundraising events 1c	565,891					
	d Related organizations 1d	834,313					
	e Government grants (contributions) 1e	388,368					
	f All other contributions, gifts, grants, and similar amounts not included above 1f	34,780,431					
	g Noncash contributions included in lines 1a-1f \$	391,699					
	h Total. Add lines 1a-1f		47,916,874				
Program Service Revenue		Business Code					
	2a ADMISSION FEES	611600	39,907,685	39,907,685			
	b OTHER PROGRAM REVENUE	900099	2,636,353	2,636,353			
	c FOOD SERVICE	722320	907,407	907,407			
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		43,451,445				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		2,213,071		209,407	2,003,664	
	4 Income from investment of tax-exempt bond proceeds		0				
	5 Royalties		8,685	8,685			
	6a Gross rents	(i) Real	(ii) Personal				
		4,032,945	145,000				
		b Less rental expenses	1,628,014				
		c Rental income or (loss)	2,404,931	145,000			
	d Net rental income or (loss)			2,549,931		2,549,931	
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		24,074,599					
		b Less cost or other basis and sales expenses	19,958,895				
		c Gain or (loss)	4,115,704				
	d Net gain or (loss)			4,115,704		4,115,704	
	8a Gross income from fundraising events (not including \$ 565,891 of contributions reported on line 1c) See Part IV, line 18						
		a	85,800				
		b Less direct expenses b	148,884				
	c Net income or (loss) from fundraising events			-63,084		-63,084	
	9a Gross income from gaming activities See Part IV, line 19						
		a					
		b Less direct expenses b					
c Net income or (loss) from gaming activities			0				
10a Gross sales of inventory, less returns and allowances							
	a						
	b Less cost of goods sold b						
c Net income or (loss) from sales of inventory			0				
Miscellaneous Revenue	Business Code						
11a LICENSING REVENUE	900099	274,684	274,684				
b LOSS ON FIXED ASSET DISPOSAL	900099	-73,512			-73,512		
c MEMBER EVENTS	900099	31,775	31,775				
d All other revenue		402,068	402,068				
e Total. Add lines 11a-11d		635,015					
12 Total revenue. See Instructions		100,827,641	44,168,657	209,407	8,532,703		

Part IX Statement of Functional Expenses

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

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21	410,540	410,540		
2	Grants and other assistance to domestic individuals See Part IV, line 22	48,417	48,417		
3	Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16	23,219	23,219		
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	2,408,344	1,009,068	1,133,411	265,865
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	25,222,530	21,653,779	2,534,716	1,034,035
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	2,025,753	1,739,160	203,552	83,041
9	Other employee benefits	5,049,902	4,008,210	770,661	271,031
10	Payroll taxes	2,003,236	1,674,506	237,554	91,176
11	Fees for services (non-employees)				
a	Management	30,848	30,848		
b	Legal	120,988	76,247	31,771	12,970
c	Accounting	213,011	202,898	9,023	1,090
d	Lobbying	95,021	93,521	1,500	
e	Professional fundraising services See Part IV, line 17	291,455			291,455
f	Investment management fees	165,270		165,270	
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	7,456,694	6,690,231	619,109	147,354
12	Advertising and promotion	6,851,017	6,837,512	6,203	7,302
13	Office expenses	5,379,488	4,180,120	497,750	701,618
14	Information technology	460,539	437,364	21,096	2,079
15	Royalties	0			
16	Occupancy	2,125,020	1,869,268	243,561	12,191
17	Travel	2,058,164	1,735,015	136,670	186,479
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	260,705	216,318	35,738	8,649
20	Interest	0			
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	10,211,058	9,729,038	430,044	51,976
23	Insurance	458,948	436,627	20,204	2,117
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a	MARINE LIFE ACQ /CARE	1,346,726	1,346,726		
b	DONATED GOODS	860,756	860,356		400
c	MERCHANT FEES	797,181	760,003		37,178
d	BAD DEBT EXPENSE	34,802		34,802	
e	All other expenses	138,521	1,333	137,188	
25	Total functional expenses. Add lines 1 through 24e	76,548,153	66,070,324	7,269,823	3,208,006
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing	18,763,057	1	1,203,737
	2 Savings and temporary cash investments	0	2	22,500,185
	3 Pledges and grants receivable, net	20,798,896	3	37,069,664
	4 Accounts receivable, net	1,706,780	4	1,811,958
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	1,291,488	9	1,782,557
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 276,259,087		
	b Less accumulated depreciation	10b 132,808,814	135,785,001	10c 143,450,273
	11 Investments—publicly traded securities	0	11	0
	12 Investments—other securities See Part IV, line 11	184,176,740	12	183,087,633
	13 Investments—program-related See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets See Part IV, line 11	950,558	15	794,603
16 Total assets. Add lines 1 through 15 (must equal line 34)	363,472,520	16	391,700,610	
Liabilities	17 Accounts payable and accrued expenses	6,903,646	17	7,241,181
	18 Grants payable	0	18	0
	19 Deferred revenue	6,920,297	19	8,189,252
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	169,860	25	161,823
	26 Total liabilities. Add lines 17 through 25	13,993,803	26	15,592,256
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	307,609,807	27	316,461,894
	28 Temporarily restricted net assets	26,096,402	28	42,692,381
	29 Permanently restricted net assets	15,772,508	29	16,954,079
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	349,478,717	33	376,108,354	
34 Total liabilities and net assets/fund balances	363,472,520	34	391,700,610	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	100,827,641
2	Total expenses (must equal Part IX, column (A), line 25)	2	76,548,153
3	Revenue less expenses Subtract line 2 from line 1	3	24,279,488
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	349,478,717
5	Net unrealized gains (losses) on investments	5	2,641,821
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-291,672
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	376,108,354

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

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

Additional Data

Software ID:

Software Version:

EIN: 94-2487469

Name: Monterey Bay Aquarium Foundation

Form 990, Part III - Line 4c: Program Service Accomplishments (See the Instructions)

(Code) (Expenses \$	16,288,120	including grants of \$	43,480) (Revenue \$	907,407)
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Guest Services - See Schedule O

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Stephen Neal Chairman	1 0 0 0	X		X				0	0	0
(1) Julie Packard Exec Director & Vice Chair	28 0 0 0	X		X				262,050	0	36,911
(2) Dr Peter S Bing Chairman Emeritus	1 0 0 0	X						0	0	0
(3) Susan Bell Trustee	1 0 0 0	X						0	0	0
(4) Margaret Caldwell Trustee	1 0 0 0	X						0	0	0
(5) Samantha Campbell Trustee	1 0 0 0	X						0	0	0
(6) James E Canales Vice Chair through Feb 2014	1 0 0 0	X		X				0	0	0
(7) Susan Ford-Dorsey Trustee through June 2014	1 0 0 0	X						0	0	0
(8) Caroline Getty Trustee	1 0 0 0	X						0	0	0
(9) Juan Govea Trustee	1 0 0 0	X						0	0	0
(10) MRC Greenwood Trustee	1 0 0 0	X						0	0	0
(11) William Landreth Trustee	1 0 0 0	X						0	0	0
(12) Joan Lane Trustee	1 0 0 0	X						0	0	0
(13) Michael Mantell Trustee	1 0 0 0	X						0	0	0
(14) Connie Martinez Trustee	1 0 0 0	X						0	0	0
(15) Susan Orr Trustee	1 0 0 0	X						0	0	0
(16) Pietro Parravano Trustee	1 0 0 0	X						0	0	0
(17) Chrs Scholin Trustee	1 0 0 0	X						0	0	0
(18) Mark Wan Trustee	1 0 0 0	X						0	0	0
(19) Barbara Wright Secretary	1 0 0 0			X				0	0	0
(20) James Hekkers Managing Director	40 0 1 0			X				277,585	0	47,149
(21) Edward E Prohaska CFO/VP Enterprise Development	40 0 1 0			X				256,984	0	38,773
(22) Cristina Fekeci Chief Development Officer	40 0 0 0				X			221,401	0	44,464
(23) Margaret Spring VP Conservation & Science	40 0 0 0				X			176,950	0	37,162
(24) Marian Martha Hahn VP of Marketing	40 0 0 0				X			170,983	0	27,599

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(26) Cynthia Vernon VP Education & Guest Programs	40 0 0 0				X			169,561	0	39,043
(1) Teresa Jeanine Merry VP Human Resources	40 0 0 0				X			164,084	0	49,875
(2) Randall Hamilton VP of Husbandry	40 0 0 0				X			160,640	0	31,179
(3) Charles Aslanian VP of Facilities Operations	40 0 0 0				X			152,599	0	43,352
(4) Don Hughes VP of Exhibitions	40 0 0 0					X		197,578	0	41,777
(5) Jim H Westbrook Director of Finance	40 0 1 0					X		159,667	0	25,001
(6) Justin Michael Skinner VP of Information Technology	40 0 0 0					X		155,337	0	11,907
(7) Tama Raye Bistran Controller & Dir of Accounting	40 0 0 0					X		148,971	0	35,804
(8) Diane Sena Manager of Heritage Harbor	40 0 0 0					X		143,942	0	35,662

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ.

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

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

Monterey Bay Aquarium Foundation

Employer identification number

94-2487469

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II)
- 8 A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2)**. (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3)**. Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s) **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions) **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions) **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization
 - f Enter the number of supported organizations _____
 - g Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part VI)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f))	14	
15 Public support percentage for 2013 Schedule A, Part II, line 14	15	
16a 33 1/3% support test—2014. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b 33 1/3% support test—2013. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2014. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2013. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/>		

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	26,601,004	25,494,301	22,938,932	44,782,063	47,916,874	167,733,174
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	33,755,253	35,412,176	38,309,941	39,487,351	43,451,445	190,416,166
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	60,356,257	60,906,477	61,248,873	84,269,414	91,368,319	358,149,340
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	1,266,744	1,252,164	1,187,684	26,611,091	743,264	31,060,947
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
c Add lines 7a and 7b	1,266,744	1,252,164	1,187,684	26,611,091	743,264	31,060,947
8 Public support (Subtract line 7c from line 6)						327,088,393

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6	60,356,257	60,906,477	61,248,873	84,269,414	91,368,319	358,149,340
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	4,190,912	4,330,416	5,127,121	5,420,675	6,399,701	25,468,825
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	4,190,912	4,330,416	5,127,121	5,420,675	6,399,701	25,468,825
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on	0	0	0	0	0	0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI)	170,064	766,657	389,050	267,710	708,527	2,302,008
13 Total support. (Add lines 9, 10c, 11, and 12)	64,717,233	66,003,550	66,765,044	89,957,799	98,476,547	385,920,173
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f))	15	84 755 %
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	82 460 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f))	17	6 599 %
18 Investment income percentage from 2013 Schedule A, Part III, line 17	18	6 591 %

19a 33 1/3% support tests—2014. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ▶

b 33 1/3% support tests—2013. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ▶

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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations, (b) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part II of Schedule L (Form 990).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .		
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .		
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings).		
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI.		

Part IV Supporting Organizations (continued)**Section B. Type I Supporting Organizations**

- 1** Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*
- 2** Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised or controlled the supporting organization.*

	Yes	No
1		
2		

Section C. Type II Supporting Organizations

- 1** Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*

	Yes	No
1		

Section D. All Type III Supporting Organizations

- 1** Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?
- 2** Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).*
- 3** By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.*

	Yes	No
1		
2		
3		

Section E. Type III Functionally-Integrated Supporting Organizations

- 1** Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (**see instructions**)
- a** The organization satisfied the Activities Test. Complete **line 2** below.
- b** The organization is the parent of each of its supported organizations. Complete **line 3** below.
- c** The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).

2 Activities Test **Answer (a) and (b) below.**

- a** Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*
- b** Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*

3 Parent of Supported Organizations **Answer (a) and (b) below.**

- a** Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in Part VI.*
- b** Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? *If "Yes," describe in Part VI the role played by the organization in this regard.*

	Yes	No
2a		
2b		
3a		
3b		

Part V – Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income

	(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1	
2 Recoveries of prior-year distributions	2	
3 Other gross income (see instructions)	3	
4 Add lines 1 through 3	4	
5 Depreciation and depletion	5	
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7 Other expenses (see instructions)	7	
8 Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	

Section B - Minimum Asset Amount

	(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)	1	
a Average monthly value of securities	1a	
b Average monthly cash balances	1b	
c Fair market value of other non-exempt-use assets	1c	
d Total (add lines 1a, 1b, and 1c)	1d	
e Discount claimed for blockage or other factors (explain in detail in Part VI) _____		
2 Acquisition indebtedness applicable to non-exempt use assets	2	
3 Subtract line 2 from line 1d	3	
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6 Multiply line 5 by .035	6	
7 Recoveries of prior-year distributions	7	
8 Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount

		Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2 Enter 85% of line 1	2	
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4 Enter greater of line 2 or line 3	4	
5 Income tax imposed in prior year	5	
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)		

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI) See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions	
9 Distributable amount for 2014 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1 Distributable amount for 2014 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2014 (reasonable cause required--see instructions)			
3 Excess distributions carryover, if any, to 2014			
a From 2009.			
b From 2010.			
c From 2011.			
d From 2012.			
e From 2013.			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2014 distributable amount			
i Carryover from 2009 not applied (see instructions)			
j Remainder Subtract lines 3g, 3h, and 3i from 3f			
4 Distributions for 2014 from Section D, line 7 \$ _____			
a Applied to underdistributions of prior years			
b Applied to 2014 distributable amount			
c Remainder Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2014, if any Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions)			
6 Remaining underdistributions for 2014 Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)			
7 Excess distributions carryover to 2015. Add lines 3j and 4c			
8 Breakdown of line 7			
a From 2010.			
b From 2011.			
c From 2012.			
d From 2013.			
e From 2014.			

Part VI Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Return Reference	Explanation

SCHEDULE C (Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No 1545-0047

2014

Open to Public Inspection

For Organizations Exempt From Income Tax Under section 501(c) and section 527
Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.
Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

If the organization answered "Yes" to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
Section 527 organizations Complete Part I-A only

If the organization answered "Yes" to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes" to Form 990, Part IV, Line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Table with 2 columns: Name of the organization (Monterey Bay Aquarium Foundation) and Employer identification number (94-2487469)

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
2 Political expenditures \$
3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 \$
2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$
3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
4a Was a correction made? Yes No
b If "Yes," describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$
2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities \$
3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b \$
4 Did the filing organization file Form 1120-POL for this year? Yes No
5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

Table with 5 columns: (a) Name, (b) Address, (c) EIN, (d) Amount paid from filing organization's funds, (e) Amount of political contributions received and promptly and directly delivered to a separate political organization

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B** Check if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)	407													
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	113,248													
c	Total lobbying expenditures (add lines 1a and 1b)	113,655													
d	Other exempt purpose expenditures	75,977,773													
e	Total exempt purpose expenditures (add lines 1c and 1d)	76,091,428													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns	1,000,000													
<table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	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		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
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														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000													
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) Total
2a Lobbying nontaxable amount	1,000,000	1,000,000	1,000,000	1,000,000	4,000,000
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000
c Total lobbying expenditures	230,759	124,902	175,477	113,655	644,793
d Grassroots nontaxable amount	250,000	250,000	250,000	250,000	1,000,000
e Grassroots ceiling amount (150% of line 2d, column(e))					1,500,000
f Grassroots lobbying expenditures	9,736	0	1,104	407	11,247

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, lines 1 and 2 (see instructions), and Part II-B, line 1. Also, complete this part for any additional information.

Return Reference	Explanation

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No 1545-0047

2014

Open to Public Inspection

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

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury Internal Revenue Service

Name of the organization Monterey Bay Aquarium Foundation

Employer identification number 94-2487469

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

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate value of contributions to (during year), 3 Aggregate value of grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors...?, 6 Did the organization inform all grantees...?

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

Table with 2 columns: Description, Held at the End of the Year. Rows include: 1 Purpose(s) of conservation easements, 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution..., 3 Number of conservation easements modified..., 4 Number of states where property subject to conservation easement is located..., 5 Does the organization have a written policy..., 6 Staff and volunteer hours..., 7 Amount of expenses incurred..., 8 Does each conservation easement..., 9 In Part XIII, describe how the organization reports...

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 2 columns: Description, Amount. Rows include: 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report..., 1b If the organization elected, as permitted under SFAS 116 (ASC 958), to report..., 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain...

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

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

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

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

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

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

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

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

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

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	113,049,854	80,879,570	78,277,759	77,434,508	75,328,843
b Contributions	16,050,939	29,748,776	1,251,775	1,786,573	1,018,399
c Net investment earnings, gains, and losses	5,831,152	3,104,637	1,962,898	-467,240	1,550,640
d Grants or scholarships					
e Other expenditures for facilities and programs	3,893,000	683,129	612,862	476,082	463,374
f Administrative expenses					
g End of year balance	131,038,945	113,049,854	80,879,570	78,277,759	77,434,508

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

- a** Board designated or quasi-endowment 83.100 %
 - b** Permanent endowment 12.900 %
 - c** Temporarily restricted endowment 4.000 %
- The percentages in lines 2a, 2b, and 2c should equal 100%

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

	Yes	No
(i) unrelated organizations	3a(i)	No
(ii) related organizations	3a(ii)	No

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

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

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		22,520,277		22,520,277
b Buildings		156,691,933	73,534,163	83,157,770
c Leasehold improvements		766,133	766,133	
d Equipment		30,170,522	22,932,830	7,237,692
e Other		66,110,222	35,575,688	30,534,534
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				143,450,273

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)		5	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return. Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)		5	

Part XIII Supplemental Information

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

Return Reference	Explanation
Intended Use of Endowment Funds	Schedule D, Part V, Line 4 The earnings of the Aquarium's endowment funds support education and conservation programs and the mission of the Aquarium
FIN 48 (ASC 740) Footnote	Schedule D, Part X, Line 2 The following footnote appeared in the consolidated financial statements for both Monterey Bay Aquarium Foundation and Monterey Bay Aquarium Support Services ("MBASS"), a related organization. The Monterey Bay Aquarium Foundation and MBASS have identified and evaluated their significant tax positions for which the statute of limitations remains open and determined there are no material unrecognized tax benefits or liabilities to be recorded. The open tax years are generally the years ended December 31, 2011 through December 31, 2014 for federal tax purposes and the years ended December 31, 2010 through December 31, 2014 for California tax purposes. Earlier tax years are open to the extent of any net operating losses from unrelated business income carrying forward from those years. There have been no material changes in unrecognized tax positions as of December 31, 2014 and 2013, nor are any material changes anticipated over the twelve months following December 31, 2014.

SCHEDULE F (Form 990)

Statement of Activities Outside the United States

OMB No 1545-0047

2014

Open to Public Inspection

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

Attach to Form 990.

Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury Internal Revenue Service

Name of the organization Monterey Bay Aquarium Foundation

Employer identification number

94-2487469

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [] No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region (The following Part I, line 3 table can be duplicated if additional space is needed)

Table with 6 columns: (a) Region, (b) Number of offices in the region, (c) Number of employees, agents, and independent contractors in region, (d) Activities conducted in region (by type), (e) If activity listed in (d) is a program service, describe specific type of service(s) in region, (f) Total expenditures for and investments in region. Includes sub-totals and a total of 236,504.

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

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			North America	Mexico Research Project	23,219	Wire			
(2)									
(3)									
(4)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter **1**

3 Enter total number of other organizations or entities **0**

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

- 1 Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; do not file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with Respect to Certain Foreign Corporations. (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with Respect to Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713; do not file with Form 990)* Yes No

Part V Supplemental Information

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

990 Schedule F, Supplemental Information

Return Reference	Explanation
Procedures for Monitoring Use of Grant Funds Outside the United States	Schedule F, Part I, Line 2 The Aquarium requires potential grant recipients to submit for mal applications which are review ed by the program manager and director of finance for con sistency with the Aquarium's mission and compliance w ith the annual budget Furthermore, t he Aquarium requires a w ritten report from the grantee providing detail about how funds we re used to accomplish the grant objectives Reports are review ed by the program manager as well as the director of finance for compliance w ith grant conditions

Additional Data

Software ID:

Software Version:

EIN: 94-2487469

Name: Monterey Bay Aquarium Foundation

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region
East Asia and the Pacific			Program Services	Int'l Symposiums	21,188
East Asia and the Pacific			Program Services	Sustainable Seafood	28,475
East Asia and the Pacific			Program Services	Tuna Research	27,634

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service (s) in region	(f) Total expenditures for region
East Asia and the Pacific			Program Services	Collecting	4,616
Middle East and North Africa			Program Services	Int'l Symposiums	1,240
Sub-Saharan Africa			Program Services	White Shark	9,989

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service (s) in region	(f) Total expenditures for region
North America			Program Services	Collecting	25,928
North America			Program Services	Graphic Design Review	7,237
North America			Program Services	Int'l Symposiums	1,815

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i e , fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service (s) in region	(f) Total expenditures for region
Europe (Including Iceland and Greenland)			Program Services	Int'l Symposiums	79,337
Central America and the Caribbean			Program Services	Int'l Symposiums	4,226
South America			Program Services	Int'l Symposiums	1,600

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service (s) in region	(f) Total expenditures for region
North America			Grantmaking		23,219

SCHEDULE G (Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2014

Open to Public Inspection

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

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

Department of the Treasury Internal Revenue Service

Name of the organization Monterey Bay Aquarium Foundation

Employer identification number 94-2487469

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

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
b Internet and email solicitations
c Phone solicitations
d In-person solicitations
e Solicitation of non-government grants
f Solicitation of government grants
g Special fundraising events

2a Did the organization have a written or oral agreement with any individual... Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements...

Table with 6 columns: (i) Name and address of individual or entity (fundraiser), (ii) Activity, (iii) Did fundraiser have custody or control of contributions?, (iv) Gross receipts from activity, (v) Amount paid to (or retained by) fundraiser listed in col (i), (vi) Amount paid to (or retained by) organization.

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

CA

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		<u>Menlo Park</u> (event type)	<u></u> (event type)	<u>0</u> (total number)	(add col (a) through col (c))
Revenue	1 Gross receipts	651,691			651,691
	2 Less Contributions	565,891			565,891
	3 Gross income (line 1 minus line 2)	85,800			85,800
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	2,725			2,725
	7 Food and beverages	81,271			81,271
	8 Entertainment				
	9 Other direct expenses	64,888			64,888
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				(148,884)
11 Net income summary Subtract line 10 from line 3, column (d) ▶				-63,084	

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

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

9 Enter the state(s) in which the organization conducts gaming activities _____

a Is the organization licensed to conduct gaming activities in each of these states? Yes No

b If "No," explain _____

.....

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain _____

.....

11 Does the organization conduct gaming activities with nonmembers? Yes No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activities conducted in

a The organization's facility	13a	%
b An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶

Address ▶

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

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

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

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

Director/officer Employee Independent contractor

17 Mandatory distributions

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

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

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

Return Reference	Explanation
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**Schedule I
(Form 990)**

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

OMB No 1545-0047

2014

**Open to Public
Inspection**

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

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization
Monterey Bay Aquarium Foundation

Employer identification number
94-2487469

Part I General Information on Grants and Assistance

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

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) University of Hawaii 2240 Campus Rd Box 368 Honolulu, HI 96822	99-6000354	115	78,650				Elasmobranch Fish Research
(2) Monterey Aquarium Research Institute 7700 Sanholdt Road Moss Landing, CA 95039	77-0150580	501(c)(3)	76,538				Research Project
(3) Stanford University 450 Serra Mall Stanford, CA 94305	94-1153656	501(c)(3)	149,497				White Shark Rsrch / Comm Impact Study
(4) California State University Long Beach 6300 E State Univ Dr 332 Long Beach, CA 90815	65-6106694	115	22,000				White Shark Research
(5) Cartel Management Inc 665 Lillian Way Los Angeles, CA 90004	20-8921214		20,000				Titans of Mavericks Opening Ceremony Sponsorship
(6) University of California Santa Cruz 1156 High Street Santa Cruz, CA 95064	94-1539563	115	12,000				Field Research
(7) Chef's Collaborative 89 South St Lower Level Boston, MA 02111	01-3337348	501(c)(3)	9,000				Seafood Watch Chef's Partnership

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **6**

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

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) White Shark Research	1	25,000			
(2) Individual Scholarships	26	23,417			

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Procedures for Monitoring the Use of Grant Funds in the United States	Schedule I, Part I, Line 2 The Aquarium requires potential grant recipients to submit formal applications which are reviewed by the program manager and Director of Finance for consistency with the Aquarium's mission and compliance with the annual budget. Furthermore, the Aquarium requires a written report from the grantee providing detail about how funds were used to accomplish the grant objectives. Reports are reviewed by the program manager as well as the Director of Finance for compliance with grant conditions.

Schedule J
(Form 990)

Compensation Information

OMB No 1545-0047

2014

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, line 23.**

▶ **Attach to Form 990.**

▶ **Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.**

Department of the Treasury
Internal Revenue Service

Name of the organization
Monterey Bay Aquarium Foundation

Employer identification number

94-2487469

Part I Questions Regarding Compensation

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.
- | | |
|---|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input checked="" type="checkbox"/> Tax indemnification and gross-up payments | <input checked="" type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

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

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

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

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

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

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

Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

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

- a** The organization?
- b** Any related organization?
- If "Yes," to line 5a or 5b, describe in Part III

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

- a** The organization?
- b** Any related organization?
- If "Yes," to line 6a or 6b, describe in Part III

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

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

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

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

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column(B) reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II

Also complete this part for any additional information

Return Reference	Explanation
Form 990, Schedule J, Part I, Line 1a	Gross-Up Payments and Health Club Dues as part of the Aquarium's wellness program, all employees (including the listed employees in Part VII, Section A) are eligible to receive a monthly subsidy of \$25 for fitness center dues if the employee meets certain wellness program requirements. Since this type of subsidy is considered a taxable fringe benefit, the Aquarium grosses-up these subsidies to cover the employee's taxes. Additionally, certain employees received tax gross-up payments for small appreciation gifts received during the course of the 2014 calendar year. All payments were treated as taxable income on the employee's Form W-2 and reported as compensation on Schedule J, Part II, Column b(III).

Additional Data

Software ID:
Software Version:
EIN: 94-2487469
Name: Monterey Bay Aquarium Foundation

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred in prior Form 990
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 Julie Packard, Exec Director & Vice Chair	(i)	259,525	846	1,679	26,000	10,911	298,961	0
	(ii)	0	0	0	0	0	0	0
1 James Hekkers, Managing Director	(i)	267,879	1,692	8,014	26,000	21,149	324,734	0
	(ii)	0	0	0	0	0	0	0
2 Edward E Prohaska, CFO/VP Enterprise Development	(i)	253,847	1,692	1,445	25,824	12,949	295,757	0
	(ii)	0	0	0	0	0	0	0
3 Cristina Fekeci, Chief Development Officer	(i)	217,990	1,692	1,719	22,655	21,809	265,865	0
	(ii)	0	0	0	0	0	0	0
4 Margaret Spring, VP Conservation & Science	(i)	174,907	1,681	362	18,097	19,065	214,112	0
	(ii)	0	0	0	0	0	0	0
5 Manan Martha Hahn, VP of Marketing	(i)	169,085	1,681	217	17,067	10,532	198,582	0
	(ii)	0	0	0	0	0	0	0
6 Cynthia Vernon, VP Education & Guest Programs	(i)	166,892	1,681	988	17,471	21,572	208,604	0
	(ii)	0	0	0	0	0	0	0
7 Teresa Jeanine Merry, VP Human Resources	(i)	160,993	1,681	1,410	17,343	32,532	213,959	0
	(ii)	0	0	0	0	0	0	0
8 Randall Hamilton, VP of Husbandry	(i)	157,602	2,181	857	15,969	15,210	191,819	0
	(ii)	0	0	0	0	0	0	0
9 Charles Aslanian, VP of Facilities Operations	(i)	148,487	1,681	2,431	15,732	27,620	195,951	0
	(ii)	0	0	0	0	0	0	0
10 Don Hughes, VP of Exhibitions	(i)	194,874	1,681	1,023	20,348	21,429	239,355	0
	(ii)	0	0	0	0	0	0	0
11 Jim H Westbrook, Director of Finance	(i)	157,006	2,276	385	15,828	9,173	184,668	0
	(ii)	0	0	0	0	0	0	0
12 Justin Michael Skinner, VP of Information Technology	(i)	145,555	9,699	83	2,444	9,463	167,244	0
	(ii)	0	0	0	0	0	0	0
13 Tama Raye Bistran, Controller & Dir of Accounting	(i)	146,117	2,572	282	15,186	20,618	184,775	0
	(ii)	0	0	0	0	0	0	0
14 Diane Sena, Manager of Heritage Harbor	(i)	141,471	1,681	790	14,963	20,699	179,604	0
	(ii)	0	0	0	0	0	0	0

SCHEDULE M (Form 990)

Noncash Contributions

OMB No 1545-0047

2014

Open to Public Inspection

Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30. Attach to Form 990. Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury Internal Revenue Service

Name of the organization Monterey Bay Aquarium Foundation

Employer identification number 94-2487469

Part I Types of Property

Table with 4 columns: (a) Check if applicable, (b) Number of contributions or items contributed, (c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g, (d) Method of determining noncash contribution amounts. Rows include Art, Books, Cars, Boats, Intellectual property, Securities, Real estate, Collectibles, Food inventory, etc.

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

Table with 2 columns: Yes, No

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

Table with 2 columns: Yes, No

b If "Yes," describe the arrangement in Part II

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

Table with 2 columns: Yes, No

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

Table with 2 columns: Yes, No

b If "Yes," describe in Part II

33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

Table with 2 columns: Yes, No

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

Return Reference	Explanation
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Schedule M (Form 990) (2014)

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

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

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization
Monterey Bay Aquarium Foundation

Employer identification number

94-2487469

Return Reference	Explanation
Organization's Mission	Form 990, Part I, Line 1 and Form 990, Part III, Line 1 The mission of the Monterey Bay Aquarium is to inspire conservation of the oceans Calendar year 2014 was a great year for us, we celebrated our 30th anniversary, welcomed over 2 million visitors (our third highest attendance ever), launched a new strategic direction for our Conservation and Science programs, announced our new Ocean Education and Leadership Center project, were named "Best Aquarium in the World" by TripAdvisor's Travelers' Choice Awards, and opened a special exhibition unprecedented in its scope and variety of animals - Tentacles The Astounding Lives of Octopuses, Squid and Cuttlefishes

Return Reference	Explanation
<p>Program Service Accomplishment Description</p>	<p>Form 990, Part III, Line 4a - Marine Life Exhibition and Care Marine life exhibition and care costs of \$31,776,381 include the cost of operating and maintaining the Aquarium's living exhibit galleries The debut of Tentacles The Astounding Lives of Octopuses, Squid and Cuttlefishes in April represented a breakthrough in exhibiting this alluring yet challenging family of marine animals Tentacles is the largest, most diverse living exhibit ever created to show case these amazing animals that have gripped the human imagination for thousands of years Over the life of the exhibit, visitors might see any of up to two dozen species rotating through a dozen living exhibits, from giant Pacific octopus to Hawaiian bobtail squid, the wonderpus and others - including one of the world's smallest squid and one of the world's largest cuttlefishes With assistance from our partner organization, the Monterey Bay Aquarium Research Institute, we were the first in the world to exhibit deep-sea cephalopods including the mysterious vampire squid, and among the first to exhibit the flapjack octopus, Japetella octopus and cock-eyed squid Tentacles also offer visitors interactive exhibits that dramatize the animals' ability to change color and shape and swim with jet propulsion There are intriguing art pieces highlighting 4,000 years of human fascination replicas of Minoan pottery and Roman tiles, Victorian-era scientific and literary illustrations and contemporary mechanical sculptures commissioned exclusively for the exhibition Other Husbandry highlights included news that one of our scalloped hammerhead sharks is both the oldest and longest on exhibit anywhere in the world, and the hatching of our fifth African blackfooted penguin chick We celebrated the success of our team of jelly biologists, which mapped the elusive life cycle of Olindias formosus - the stunning flower hat jelly, whose multicolored, fluorescent-tipped tentacles are like a living fireworks show In the process, the team possibly identified what may be key triggers for jelly blooms in the wild</p>

Return Reference	Explanation
<p>Program Service Accomplishment Description</p>	<p>Form 990, Part III, Line 4b - Education and Outreach Education and Outreach costs of \$11,690,608 include the cost of education programs for both teachers and students, Aquarium Adventures programs to deepen guest experiences, and the Cooking for Solutions event that promotes sustainable seafood practices With a long-term goal to create a generation of young adults who are inspired, ocean-literate, and ready to act on the ocean's behalf, we announced plans for a new Ocean Education and Leadership Center Through the Center, we can double the number of visiting schoolchildren who take part in programs led by Aquarium educators, double the number of science teachers we reach through institutes and workshops designed to build their skills, and double the number of teens in leadership programs We'll nurture their capacity to become part of a science-literate generation that will help solve today's pressing conservation challenges We began a multi-year fundraising campaign to make the Center a reality In June, the Noyce Foundation recognized our decade-long collaboration with Watsonville/Pajaro community with a prestigious Bright Lights Community Engagement Award Our systematic approach combines a series of different education programs designed to engage a broad spectrum of the Watsonville community over time Those programs range from hosting some 3,500 students in school programs each year to our Splash Zone Head Start program, which we hold both at the Aquarium and in the community Other initiatives include Young Women in Science, Watsonville Area Teens Conserving Habitats (WATCH), Teacher Professional Development, as well as affordable access programs for low income families and annual events with the Hispanic community in mind (these costs are included in Other program services) Our Project-Based Science Teacher Institute for middle school teachers received a \$150,000 grant from the Institute of Museum and Library Science that will benefit over 125 teachers and, by extension, thousands of students they will reach during their careers Throughout 2014 we reached thousands of visitors through customized Aquarium Adventures programs, ranging from behind-the-scenes tours and overnight sleepovers to educational scuba adventures In 2014 we added a new behind-the-scenes shark tour where participants discover over a dozen species of sharks, skates and rays, learn what makes sharks different from other fishes and how we're doing cutting-edge great white shark research Our Aquarium Adventures programs provide enriching experiences for visitors as well as cherished memories Our active and responsive presence on social media platforms allows visitors to remain connected with us, and us with them, once they leave the Aquarium We ended the year with 2.3 million followers across all social media platforms and properties, especially Facebook, Twitter, Tumblr, Google+, YouTube, Pinterest, Instagram and a Spanish-language Facebook page called Tu Monterey Bay Aquarium We're considered one of the social media leaders among zoos and aquariums across the country, not only in the number and engagement with our followers, but also in our innovative approaches to content In May we hosted our 13th Cooking for Solutions event, which featured more than 90 chefs and 70 wineries and breweries Renowned chefs and personalities who participated included Alton Brown, Michelle Bernstein, Sam Choy, Carla Hall, Jose Garces, Nathan Lyon, Cindy Pawlcyn, and Educator of the Year John Ash Reaching over 19,500 attendees, including environmental and food writers, major seafood buyers and restaurateurs, the multi-day event strengthens the connection between what we eat and the health of the planet As part of Cooking for Solutions, the 2014 Sustainable Foods Institute featured over 50 journalists and 35 speakers and panelists, including Chipotle marketing executive Chris Arnold, Beyond Meat CEO Ethan Brown, Walmart Sustainability Director Brittni Furrow, International Seafood Sustainability Foundation President Susan Jackson, Los Angeles Food Policy Council Chair Paula Daniels, James Beard Award-winning chef and author Hugh Acheson, and WildAid Executive Director Peter Knights Sessions were moderated by top journalists from the New York Times, Wall Street Journal, The Economist, National Public Radio, Huffington Post, Guardian Sustainable Business, Salon.com, Harvest Public Media, and The Los Angeles Times, as well as Four Fish author Paul Greenberg Topics at the 2014 Institute included models for seafood traceability on a local, regional, national and global scale, reinventing food through new technology, the changing face of aquaculture, and the role of major buyers in shifting the market toward sustainability</p>

Return Reference	Explanation	
	<p>Program Service Accomplishment Description</p>	<p>Form 990, Part III, Line 4c - Conservation and Research Conservation and Science costs of \$6,315,215 represent expenses for marine policy and advocacy efforts, the Seafood Watch program and field research. Our Conservation and Science programs are having greater impact than ever. Under a new set of strategic priorities we adopted in 2014, we're integrating our research programs with our growing influence in ocean policy, and coupling that with our leadership work with businesses and consumers to reshape the global seafood supply chain. We're influencing leaders in government, business and the nonprofit sector, and transforming fishing practices and aquaculture around the world. Our advice is sought by the White House, international fisheries management bodies and seafood certification programs, by major businesses and by millions of consumers for whom Seafood Watch is a trusted guide for daily purchasing decisions. Seafood Watch celebrated its 15th anniversary in 2014 with recognition that it has become the world's most recognized - and respected - source of science-based sustainable seafood information. Seafood Watch science now informs purchasing standards for more than 100,000 business locations across North America, including the majority of big U.S. foodservice and retail companies. Their growing commitment to buy only sustainably caught and farmed seafood is driving change in the way fishing fleets and aquaculture farms operate around the world. Our team provides guidance to the international bodies that certify aquaculture and fishing practices and to governments - including the ASEAN nations of Southeast Asia that intend to reshape their aquaculture policies around Seafood Watch sustainability criteria. We're also helping colleagues in Japan and other countries build home-grown sustainable seafood movements. Our team also advised U.S. policymakers on a range of critical issues, from recovering Pacific bluefin tuna stocks to illegal, unregulated and unreported fishing on the high seas. We briefed a presidential task force about critical policy changes needed to end those damaging practices, which helped inform a bold White House plan to block the import of illegally caught fish and improve traceability in the \$500 billion global seafood industry. Our effectiveness was recognized in a significant way when a donor made a five-year, \$10 million gift to support the global expansion of our sustainable seafood program. We are so grateful for their generous support and commitment to our work. Our growing Conservation and Science team is bringing our strengths to bear strategically to protect critical ocean ecosystems off the California coast and beyond, support recovery of key species like sea otters, white sharks and Pacific bluefin tuna, promote market-based seafood solutions, and address threats to ocean health from climate change and plastic pollution. Speaking alongside former Defense Secretary Leon Panetta to open The Economist World Ocean Summit, Executive Director Julie Packard challenged business leaders to get more involved in developing market-based solutions to pressing conservation problems. In the fall, we were one of five sites to host a first-ever U.S. State Department-sponsored Fishackathon to develop simple technological solutions for sustainable seafood challenges in the developing world. The team we hosted from UC Berkeley won the top national award. Our conservation and science work with ocean wildlife is at the heart of all that we do. In 2014, we welcomed a new chief scientist from the White House Office of Science and Technology Policy. He brings strong leadership to our science programs and partnerships, including our work to understand the ecological impacts of sea otters, great white sharks and Pacific bluefin tuna, which are among the world's most vulnerable marine species. We're committed to research and conservation action that will ensure these animals thrive and continue to contribute to healthy marine ecosystems. We brought our scientific and policy expertise to the table as part of the U.S. delegation to international management conferences for Pacific bluefin tuna. By the end of 2014, fishing quotas were cut in half, in the face of a 96 percent decline in bluefin numbers from historic levels. After more than 30 years of pioneering research, we've learned that as California's sea otters make a comeback, so do critically important coastal habitats like kelp forests and estuaries. Our work with this threatened species - at the Aquarium and in the wild - has contributed to a greater understanding of their vital role in shaping healthy ocean habitats. Our exhibit sea otters serve as successful surrogate mothers, to date, more than 30 pups have been born in the wild to animals they raised behind the scenes. In 2014, one pup we rescued and nursed back to health became a sensation in its new home at Chicago's Shedd Aquarium, and news coverage highlighted the important research co</p>

Return Reference	Explanation	
	Program Service Accomplishment Description	<p>Contributions of our sea otter program After a two-year stay at the Aquarium, our first "Traveling Turtle" was successfully released into the Atlantic Ocean by colleagues at the North Carolina Aquarium at Pine Knoll Shores We received another rescued baby loggerhead sea turtle that will also be on exhibit for two years before it is returned to the wild Having these animals on exhibit helps us share the story of this endangered species while youngsters grow large enough for release We returned 21 Western snowy plover chicks to the wild in 2014 - the most of any season so far To date, we've raised and released over 120 of these threatened shorebirds, which face many risks in the wild We've also placed seven birds at other accredited zoos and aquariums With colleagues at Stanford University, we've deployed electronic tracking tags and learned that adult white sharks make epic voyages from California's coast to Hawaii and back Now we're collaborating with the Monterey Bay Aquarium Research Institute to place video cameras on the sharks' dorsal fins We hope to document what they're doing when they aggregate in the mid-Pacific at what scientists have dubbed the "White Shark Caf "</p>

Return Reference	Explanation
Program Service Accomplishment Description	<p>Form 990, Part III, Line 4d - Other Program Services Other program services of \$16,288,120 represent the costs of activities to provide a high-quality experience for the over 2 million people who visited the Aquarium in 2014. Included in this category are costs for marketing, guest services and membership services, as well as costs associated with food services and retail. Marketing includes costs associated with the creation, production and placement of advertising in various media for the purpose of building awareness about the opportunity to connect with marine life and ocean conservation through an Aquarium visit. An allocation of marketing costs is included in management and general expenses to represent the costs associated with soliciting admission revenue. In early 2014 we announced that we selected Service Systems Associates (SSA), one of the country's leading hospitality management companies, to be our new culinary operator. Under a multi-year agreement, the Denver based company took over the service operations for Cindy's Waterfront restaurant and the Monterey Bay Aquarium caf, as well as catering operations for private events at the Aquarium. We retained James Beard Award-winning culinary partner, Chef Cindy Pawlcyn, and her indelible culinary stamp with a farm-to-table menu and inspiring seasonal dishes in both the caf and restaurant. SSA's proven track record in managing cultural organization culinary operations is expected to bring an exciting and fresh perspective to an essential part of the Aquarium's lauded guest experience. We also announced that we are the official conservation partner of Titans of Mavericks, the world's premier big wave surfing event. Under the direction of Cartel Management Inc., Titans of Mavericks is the newly re-faced name and event held annually in Half Moon Bay at the most iconic big wave surfing spot in the nation. And we joined the White House, Taj Mahal, Eiffel Tower, and other global landmarks to be featured in Google Maps Street View, and are the first aquarium on the iconic site to offer both interior and exterior images. As California's demographics change, we continue to attract and inspire visitors who reflect the new face of the state. In 2014, 27 percent of all Aquarium visitors from California were Hispanic - nearly a 50 percent increase since 2012. Market research indicates the Aquarium has the highest favorability ranking by Hispanic audiences among California non-profit visitor-serving organizations with an annual attendance of 1 million or higher. In 2014, the Aquarium admitted 108,259 people in our community free of charge, a 51 percent increase over 2013. These guests included underserved audiences visiting through our Free to Learn (12,904 visitors), Shelf to Shore (30,123), Student Ocean Stewards (1,589) and annual Community Open House (63,643) programs. We expanded our Community Open House in 2014 to include residents of Santa Cruz and San Benito counties, and introduced the new approach to tri-county residents by offering a one-time event in February in addition to the annual December event. Membership households totaled 76,708 and membership visits exceeded 500,000 as of December 31, 2014. In addition to the essential processing and customer service functions, membership services hosts several member events each year including sleepovers, a Halloween dance party and holiday wine tasting event. Aquarium members also receive Shorelines, the Aquarium's member magazine and targeted monthly e-newsletters. Membership services include other efforts to serve, retain and communicate with members about our conservation mission. The Aquarium's overall outreach wouldn't have the impact it does without the dedication of our many volunteers, who do more than make the Aquarium better - they make our work possible. For each staff member, we have two volunteers sharing their energy and enthusiasm for the ocean. In 2014, approximately 1,260 individuals volunteered nearly 160,000 hours of their time. Over our 30 years, we've had the support of 9,000 volunteers who devoted more than 3.6 million hours, working with visitors and behind the scenes.</p>

Return Reference	Explanation
Family or Business Relationships Among Officers, Trustees & Key Employees	Form 990, Part VI, Section A, Line 2 Trustees Julie Packard and Susan Orr are sisters Chris Scholin, a Trustee, is the CEO of Monterey Bay Aquarium Research Institute ("MBARI"), of which Julie Packard and Barbara Wright are Board members

Return Reference	Explanation
Form 990 Review Process	Form 990, Part VI, Section A, Line 11b The Form 990 is prepared by Grant Thornton LLP based on audited financial statements and with the assistance of the Aquarium's finance and accounting staff The final draft of the Form 990 is reviewed by the CFO and provided to each member of the Board for review prior to filing

Return Reference	Explanation
Monitoring and Enforcement of Conflict of Interest Policy	<p>Form 990, Part VI, Section B, Line 12c The Aquarium regularly and consistently monitors and enforces compliance with its conflict of interest policies, including assuring the ongoing effectiveness of the policies Trustees and officers Conflict of Interest Policy -- The Executive Director's office assures that all disclosures forms (and mitigation plans, if applicable) have been received by January 31 of each year from all trustees and officers, prepares a summary of disclosures, and forwards the completed forms and the summary to the Aquarium's Conflicts Review Panel, consisting of the Executive Director, Legal Counsel, VP of Human Resources, and Chief Financial Officer ("CFO") Trustees and officers also acknowledge receipt and understanding of the Aquarium's conflict of interest policy in conjunction with providing the annual disclosures Following review by the Panel, the Panel's findings and the disclosures are provided to the Board's Audit Committee, which reviews the disclosures and makes a report to the Board at its March Board meeting Both the Panel and the Audit Committee annually evaluate the effectiveness of the process The CFO assures appropriate reporting to the external auditors and tax filings preparer Trustees and officers have a continuing duty to make additional disclosures throughout the year if warranted</p> <p>Employees Code of Ethical Conduct Policy -- The VP of Human Resources forwards the Code, which includes a section on conflicts of interest, to all managers in early January each year, and assures that each manager responds that they have read it and are in compliance by January 31 Managers are also required to disclose any interests which could give rise to conflict, and to assure that any staff in their areas with interests which could give rise to conflict has done the same Disclosures (and mitigation plans, if applicable) are reviewed by the Executive Director, VP of Human Resources and CFO by March This team also evaluates the effectiveness of the process The CFO assures appropriate reporting to the external auditors and tax filings preparer Employees have a continuing duty to make additional disclosures throughout the year if warranted</p>

Return Reference	Explanation
Process for Determining Compensation of CEO, Officers, and Key Employees	<p>Form 990, Part VI, Section B, Lines 15a and 15b The Board of Trustees maintains a performance evaluation process for the Chief Executive Officer, referred to as the Executive Director, who is a member of the Board The Board's Executive Compensation Committee, comprised of independent directors, reviews the CEO's performance with input from the other Board members, and recommends the compensation of the CEO to the Board The Committee obtains and reviews market survey data from several independent organizations (in 2014 this was several national and regional firms, including one custom survey) containing data for comparable positions at comparable organizations The Committee provides the performance review and comparable salary information to the Board and recommends the CEO's compensation Based upon the performance review and comparable salary information, the independent members of the Board determine that the compensation is fair, just and reasonable and then approves total compensation for the CEO The Board delegates to the Executive Compensation Committee the performance review and compensation approval of the CFO, who is not a member of the Board, and any other Officers or key employees Based upon the performance review and comparable salary information, the Committee determines that the compensation is fair, just and reasonable and approves total compensation for the CFO and all other officers and highly compensated senior staff In each case, the review and approval is contemporaneously documented in the minutes of the Committee and the Board, respectively</p>

Return Reference	Explanation
Documents Made Available to the Public	Form 990, Part VI, Section C, Line 19 The Aquarium makes its audited financial statements and Form 990 for the most recent three years available to the public by posting on its website The conflicts of interest policy and governing documents are provided upon request within two business days

Return Reference	Explanation
Other Changes in Net Assets	Form 990, Part XI, Line 9 Impairment of Real Estate (\$285,000) Reversal of Prior Year Pledge (\$6,672)

**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2014

**Open to Public
Inspection**

- ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.
- ▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization
Monterey Bay Aquarium Foundation

Employer identification number

94-2487469

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) Monterey Bay Aquarium Support Services 99 Pacific Street Monterey, CA 93940 77-0569564	Property Mgmt	CA	501(c)(3)	11-I	MBAF	Yes	

Part III Identification of Related Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end- of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

	Yes	No
1a		No
1b		No
1c	Yes	
1d		No
1e		No
1f		
1g		No
1h		No
1i		No
1j		No
1k		No
1l		No
1m		No
1n	Yes	
1o		No
1p		No
1q	Yes	
1r		No
1s		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) Monterey Bay Aquarium Support Services	c	834,313	Recorded Value
(2) Monterey Bay Aquarium Support Services	q	37,967	Cost

Part VI Unrelated Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference**Explanation**