

Form **990**

Return of Organization Exempt From Income Tax

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

COPY
Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization SAN JOSE MUSEUM OF ART ASSOCIATION		D Employer identification number 23-7062028
	Doing Business As		E Telephone number 408-271-6840
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 7,615,300.
	110 SOUTH MARKET STREET		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	City, town, or post office, state, and ZIP code SAN JOSE, CA 95113-2383		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)
F Name and address of principal officer: SUSAN KRANE SAME AS C ABOVE			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.SJMUSART.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: 1969 M State of legal domicile: CA

Part I Summary			
1 Briefly describe the organization's mission or most significant activities: SJMA FOSTERS APPRECIATION AND AWARENESS OF THE CONTRIBUTION OF ART AND ARTISTS TO SOCIETY.			
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	22
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	22
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	69
	6 Total number of volunteers (estimate if necessary)	6	198
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	22,113.
	b Net unrelated business taxable income from Form 990-T, line 34	7b	-8,255.
	Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year
9 Program service revenue (Part VIII, line 2g)		3,125,215.	4,509,023.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		408,574.	430,278.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		254,435.	515,992.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		4,033,238.	5,657,842.
Expenses		13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.
	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)	1,959,054.	2,215,762.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) 432,853.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,345,864.	1,686,075.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	3,304,918.	3,901,837.
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	728,320.	1,756,005.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	11,802,637.	13,847,686.
	22 Net assets or fund balances. Subtract line 21 from line 20	369,097.	360,843.
		11,433,540.	13,486,843.

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	Date
	SUSAN KRANE, EXECUTIVE DIRECTOR	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	LAWRENCE S. KUECHLER	LAWRENCE S. KUECHLER	04/28/14		P00233621
	Firm's name	Firm's EIN			
	BERGER LEWIS ACCOUNTANCY CORP.	94-2763139			
	Firm's address	Phone no.			
	55 ALMADEN BLVD., STE 600 SAN JOSE, CA 95113	(408) 494-1200			

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

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 [X] No

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

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

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 2,161,409. including grants of \$) (Revenue \$ 410,018.)

EXHIBITIONS

THE SAN JOSE MUSEUM OF ART IS A LEADING SHOWCASE IN THE BAY AREA FOR MODERN AND CONTEMPORARY ART. THE MUSEUM HAS EARNED A REPUTATION FOR ITS FRESH, DISTINCTIVE EXHIBITIONS, WHICH ARE CONCEIVED TO ENGAGE MUSEUM VISITORS OF VARIOUS AGES AND CULTURAL BACKGROUNDS. THROUGH ITS EXHIBITIONS AND PROGRAMS, SJMA ADDRESSES MAJOR TRENDS IN INTERNATIONAL CONTEMPORARY ART, ARCHITECTURE, AND DESIGN, WITH AN ONGOING COMMITMENT TO PLACE THE WORK OF EMERGING ARTISTS AND CALIFORNIA ART IN NATIONAL AND INTERNATIONAL CONTEXT. THE MUSEUM STRIVES TO MAKE SIGNIFICANT CONTRIBUTIONS TO ART HISTORICAL SCHOLARSHIP; ADDRESS PRESIDENT ISSUES OF INTEREST TO THE GENERAL PUBLIC; AND OFFER PROGRAMS THAT REFLECT THE

4b (Code:) (Expenses \$ 626,690. including grants of \$) (Revenue \$ 20,260.)

EDUCATIONAL PROGRAMS

THE MUSEUM EXPERIENCE AND EDUCATION DEPARTMENT IS DEDICATED TO PROVIDING ENRICHING VISUAL-ART EXPERIENCES TO A BROAD SPECTRUM OF THE COMMUNITY. THE DEPARTMENT IS WIDELY KNOWN FOR ITS COMMITMENT TO ACCESSIBILITY; HANDS ON FAMILY ACTIVITY STATIONS IN THE GALLERIES; AND AWARD WINNING HIGH TECH INTERPRETATION. (SJMA WAS THE FIRST MUSEUM TO ADOPT CELL PHONE TOURS FOR EXAMPLE.) SJMA IS THE LARGEST PROVIDER OF ARTS EDUCATION IN THE SCHOOLS IN GREATER SANTA CLARA COUNTY. SJMA IS DEDICATED TO FURTHERING ONLINE LEARNING AND TO OPENING 21ST CENTURY DOORWAYS TO ART. THE MUSEUM PIONEERS DYNAMIC NEW WAYS OF PROVIDING HISTORICAL CONTEXT AND OF AMPLIFYING AUDIENCES' EXPERIENCES. SJMA HAS

4c (Code:) (Expenses \$ 146,022. including grants of \$) (Revenue \$ 73,917.)

MUSEUM STORE

THE MUSEUM STORE IS LOCATED OFF THE MAIN LOBBY OF SJMA. THIS ACTIVE GIFT AND BOOK STORE CARRIES MISSION-RELATED PRODUCTS THAT ARE EDUCATIONAL, FOSTER CREATIVITY, AND ENCOURAGE THE APPRECIATION OF ART. THE MUSEUM STORE ALSO FEATURES CUSTOM PRODUCTS BY AREA ARTISTS AND CRAFTSMEN AS WELL AS MERCHANDISE RELEVANT TO EACH CURRENT SEASON OF EXHIBITIONS. THE STORE IS STAFFED BY MUSEUM EMPLOYEES AS WELL AS AN ACTIVE CONTINGENT OF LONGTIME VOLUNTEERS.

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 2,934,121.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question number, question text, and Yes/No columns. Includes questions 1a through 14b regarding IRS filings and tax compliance.

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

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

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 1a <u>22</u>		
	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.		
b	Enter the number of voting members included in line 1a, above, who are independent 1b <u>22</u>		
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?	2	X
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?	3	X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6	Did the organization have members or stockholders?	6	X
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?	7a	X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	8a	X
b	Each committee with authority to act on behalf of the governing body?	8b	X
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	9	X

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?	10a	X
b	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?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b	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	12a	X
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	X
13	Did the organization have a written whistleblower policy?	13	X
14	Did the organization have a written document retention and destruction policy?	14	X
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?		
a	The organization's CEO, Executive Director, or top management official	15a	X
b	Other officers or key employees of the organization	15b	X
	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?	16a	X
b	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?	16b	

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ CA**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request 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, physical address, and telephone number of the person who possesses the books and records of the organization: **▶**
BRIAN SPANG - (408) 271-6873
110 SOUTH MARKET STREET, SAN JOSE, CA 95113-2383

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) T. MICHAEL NEVENS PRESIDENT	5.00	X		X			0.	0.	0.
(2) HILDY SHANDELL VICE PRESIDENT	3.00	X		X			0.	0.	0.
(3) BRUCE WORSTER SECRETARY	3.00	X		X			0.	0.	0.
(4) WILLIAM FAULKNER TREASURER	4.00	X		X			0.	0.	0.
(5) ANNEKE DURY TRUSTEE	3.00	X					0.	0.	0.
(6) MIKE BEWLEY TRUSTEE	3.00	X					0.	0.	0.
(7) PETER LIPMAN TRUSTEE	3.00	X					0.	0.	0.
(8) CORNELIA PENDLETON TRUSTEE	3.00	X					0.	0.	0.
(9) PETER CROSS TRUSTEE	2.00	X					0.	0.	0.
(10) TAD FREESE TRUSTEE	2.00	X					0.	0.	0.
(11) ROGER BOWIE TRUSTEE	1.00	X					0.	0.	0.
(12) CHERYL KIDDOO TRUSTEE	1.00	X					0.	0.	0.
(13) DAVID SOWARD TRUSTEE	1.00	X					0.	0.	0.
(14) KATHLEEN CALLAN TRUSTEE	0.50	X					0.	0.	0.
(15) EILEEN FERNANDES TRUSTEE	0.50	X					0.	0.	0.
(16) MICHELE KLEIN TRUSTEE	0.50	X					0.	0.	0.
(17) SUZETTE MAHR TRUSTEE	0.50	X					0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) LINDA GOLDBERG TRUSTEE	0.50	X					0.	0.	0.	
(19) PAUL SCEARCE TRUSTEE	0.00	X					0.	0.	0.	
(20) EVELYN NEELY TRUSTEE	0.50	X					0.	0.	0.	
(21) JEANNIE PEDROZA TRUSTEE	0.50	X					0.	0.	0.	
(22) HORACIO TERAN TRUSTEE	0.00	X					0.	0.	0.	
(23) SUSAN KRANE EXECUTIVE DIRECTOR	40.00			X			237,100.	0.	6,905.	
(24) BRIAN SPANG FINANCE DIRECTOR	40.00			X			83,500.	0.	2,675.	
(25) DEBORAH NORBERG DEPUTY DIRECTOR OPERATIONS	40.00				X		113,276.	0.	4,058.	
1b Sub-total							433,876.	0.	13,638.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							433,876.	0.	13,638.	

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 **2**

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
CREATIVE SECURITY COMPANY, INC. 150 S. AUTUMN, SUITE B, SAN JOSE, CA 95110	SECURITY SERVICES	181,696.

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

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b	197,790.				
	c Fundraising events	1c	83,338.				
	d Related organizations	1d					
	e Government grants (contributions)	1e	689,887.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	3,538,008.				
	g Noncash contributions included in lines 1a-1f: \$		153,256.				
	h Total. Add lines 1a-1f		4,509,023.				
	Program Service Revenue	2 a PUBLIC PROGRAMS	Business Code 713990	313,193.	313,193.		
b TRAVELING EXHIBITIONS		713990	96,825.	96,825.			
c ART CLASS CONTRACTS & TUITION		713990	20,260.	20,260.			
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f			430,278.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		379,916.			379,916.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties		3,237.			3,237.	
	6 a Gross rents	(i) Real	103,282.				
		(ii) Personal					
		b Less: rental expenses	0.				
		c Rental income or (loss)	103,282.				
	d Net rental income or (loss)		103,282.			103,282.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	1,805,953.				
		(ii) Other					
		b Less: cost or other basis and sales expenses	1,669,877.				
		c Gain or (loss)	136,076.				
	d Net gain or (loss)		136,076.			136,076.	
	8 a Gross income from fundraising events (not including \$ 83,338. of contributions reported on line 1c). See Part IV, line 18	a	177,790.				
		b Less: direct expenses	177,790.				
c Net income or (loss) from fundraising events			0.				
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses						
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a	205,821.					
	b Less: cost of goods sold	109,791.					
	c Net income or (loss) from sales of inventory		96,030.	73,917.	22,113.		
Miscellaneous Revenue		Business Code					
11 a	a						
	b						
	c						
	d All other revenue						
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.			5,657,842.	504,195.	22,113.	622,511.	

Part IX Statement of Functional Expenses

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

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

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 governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	351,847.	154,648.	119,875.	77,324.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,566,803.	1,236,619.	159,982.	170,202.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	34,518.	29,303.	216.	4,999.
9 Other employee benefits	107,595.	81,199.	8,876.	17,520.
10 Payroll taxes	154,999.	116,356.	13,387.	25,256.
11 Fees for services (non-employees):				
a Management	15,780.	5,523.	6,312.	3,945.
b Legal	98.		98.	
c Accounting	38,185.		38,185.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	36,522.		36,522.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	368,549.	295,638.	33,026.	39,885.
12 Advertising and promotion	82,756.	78,774.	3,773.	209.
13 Office expenses	231,246.	93,592.	79,265.	58,389.
14 Information technology	18,794.	9,393.	4,701.	4,700.
15 Royalties				
16 Occupancy				
17 Travel	112,501.	85,753.	22,945.	3,803.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	685.	183.		502.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	31,696.	28,527.	1,584.	1,585.
23 Insurance	53,646.	51,346.	1,150.	1,150.
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 PURCHASED ART COLLECTIO	368,468.	368,468.		
b SHIPPING AND STORAGE	145,315.	140,884.	4,400.	31.
c EXHIBITION COST	108,952.	108,952.		
d MATERIALS	48,447.	48,162.	135.	150.
e All other expenses	24,435.	801.	431.	23,203.
25 Total functional expenses. Add lines 1 through 24e	3,901,837.	2,934,121.	534,863.	432,853.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

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

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	588,096.	1 688,726.
	2	Savings and temporary cash investments	936,075.	2 414,969.
	3	Pledges and grants receivable, net	1,490,572.	3 2,675,573.
	4	Accounts receivable, net	29,707.	4 47,594.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	259,750.	5 263,500.
	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 instr). Complete Part II of Sch L		6
	7	Notes and loans receivable, net		7
	8	Inventories for sale or use	79,894.	8 86,116.
	9	Prepaid expenses and deferred charges	84,853.	9 57,658.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1,710,296.	
	b	Less: accumulated depreciation	10b 1,677,199.	10c 33,097.
	11	Investments - publicly traded securities	7,338,780.	11 8,650,336.
	12	Investments - other securities. See Part IV, line 11		12
	13	Investments - program-related. See Part IV, line 11		13
	14	Intangible assets		14
	15	Other assets. See Part IV, line 11	930,117.	15 930,117.
16	Total assets. Add lines 1 through 15 (must equal line 34)	11,802,637.	16 13,847,686.	
Liabilities	17	Accounts payable and accrued expenses	280,271.	17 290,309.
	18	Grants payable		18
	19	Deferred revenue	88,826.	19 70,534.
	20	Tax-exempt bond liabilities		20
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21
	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		22
	23	Secured mortgages and notes payable to unrelated third parties		23
	24	Unsecured notes and loans payable to unrelated third parties		24
	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		25
	26	Total liabilities. Add lines 17 through 25	369,097.	26 360,843.
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	595,214.	27 844,132.
	28	Temporarily restricted net assets	2,631,187.	28 4,415,334.
	29	Permanently restricted net assets	8,207,139.	29 8,227,377.
	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	11,433,540.	33 13,486,843.
	34	Total liabilities and net assets/fund balances	11,802,637.	34 13,847,686.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	5,657,842.
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,901,837.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,756,005.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	11,433,540.
5	Net unrealized gains (losses) on investments	5	297,298.
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	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	13,486,843.

Part XII Financial Statements and Reporting

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

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

Form 990 (2012)

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	3576283.	3894759.	4015868.	3125215.	4509023.	19121148.
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	1638001.	1404000.	1169999.	1217969.	1217969.	6647938.
4 Total. Add lines 1 through 3	5214284.	5298759.	5185867.	4343184.	5726992.	25769086.
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)						3421521.
6 Public support. Subtract line 5 from line 4.						22347565.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	5214284.	5298759.	5185867.	4343184.	5726992.	25769086.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	363,197.	301,003.	437,626.	365,526.	486,435.	1953787.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	8,994.	15,502.	13,255.	17,935.	22,113.	77,799.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	36,467.	21,660.	30,277.	17,452.		105,856.
11 Total support. Add lines 7 through 10						27906528.
12 Gross receipts from related activities, etc. (see instructions)					12	3,625,971.
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 2012 (line 6, column (f) divided by line 11, column (f))	14	80.08	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	83.93	%
16a 33 1/3% support test - 2012. 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 checked="" type="checkbox"/>		
b 33 1/3% support test - 2011. 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 - 2012. 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 IV 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 - 2011. 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 IV 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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
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						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
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						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2012

Name of the organization

Employer identification number

SAN JOSE MUSEUM OF ART ASSOCIATION

23-7062028

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

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

Name of organization

Employer identification number

SAN JOSE MUSEUM OF ART ASSOCIATION

23-7062028

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 689,887.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 1,845,355.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ 105,788.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

SAN JOSE MUSEUM OF ART ASSOCIATION

23-7062028

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

SAN JOSE MUSEUM OF ART ASSOCIATION

23-7062028

Part III

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

SAN JOSE MUSEUM OF ART ASSOCIATION

Employer identification number

23-7062028

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

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

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

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

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

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

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

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

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

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

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

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

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

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

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
(ii) Assets included in Form 990, Part X	▶ \$ _____

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

a Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
b Assets included in Form 990, Part X	▶ \$ _____

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	9,700,054.	9,664,184.	7,761,146.	7,318,526.	7,318,526.
b Contributions	80,532.	24,960.	623,772.	239,881.	
c Net investment earnings, gains, and losses	789,043.	10,910.	1,279,266.	202,739.	
d Grants or scholarships					
e Other expenditures for facilities and programs	407,463.				
f Administrative expenses					
g End of year balance	10,162,166.	9,700,054.	9,664,184.	7,761,146.	7,318,526.

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

- a Board designated or quasi-endowment %
 - b Permanent endowment 80.96 %
 - c Temporarily restricted endowment 19.04 %
- 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	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(ii) related organizations	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	<input type="checkbox"/>	<input type="checkbox"/>

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		613,310.	585,668.	27,642.
d Equipment		745,768.	743,617.	2,151.
e Other		351,218.	347,914.	3,304.

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 33,097.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)		

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

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

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

(a) Description	(b) Book value
(1) BENEFICIAL INTEREST IN PERPETUAL TRUST	930,117.
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	930,117.

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

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

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

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

1	Total revenue, gains, and other support per audited financial statements		1	7,778,281.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains on investments	2a	297,298.	
b	Donated services and use of facilities	2b	1,749,872.	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	109,791.	
e	Add lines 2a through 2d	2e	2,156,961.	
3	Subtract line 2e from line 1	3	5,621,320.	
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	36,522.	
c	Add lines 4a and 4b	4c	36,522.	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	5,657,842.	

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

1	Total expenses and losses per audited financial statements		1	5,724,978.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a	1,749,872.	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	109,791.	
e	Add lines 2a through 2d	2e	1,859,663.	
3	Subtract line 2e from line 1	3	3,865,315.	
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	36,522.	
c	Add lines 4a and 4b	4c	36,522.	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	3,901,837.	

Part XIII Supplemental Information

Complete this part to 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.

PART III, LINE 1A: PERMANENT ART COLLECTION - THE COLLECTION CONSISTS OF TWENTIETH AND TWENTY-FIRST CENTURY ARTWORK, INCLUDING PAINTINGS, SCULPTURES, INSTALLATIONS, NEW MEDIA, PHOTOGRAPHY, DRAWINGS AND PRINTS, ACQUIRED THROUGH PURCHASE OR CONTRIBUTION. THE COLLECTION IS NOT RECOGNIZED AS AN ASSET IN THE STATEMENT OF FINANCIAL POSITION. EACH WORK OF ART IS INVENTORIED AND CARED FOR, AND ACTIVITIES VERIFYING THE COLLECTION'S INTEGRITY ARE PERFORMED CONTINUOUSLY. PURCHASES OF ART ARE RECORDED AS NON-OPERATING DECREASES IN THE UNRESTRICTED NET ASSETS IN THE

Part XIII Supplemental Information (continued)

YEAR IN WHICH ITEMS ARE ACQUIRED. CONTRIBUTED COLLECTION ITEMS ARE NOT REFLECTED IN THE FINANCIAL STATEMENTS. PROCEEDS FROM ANY DEACCESSIONS OR INSURANCE RECOVERIES ARE REQUIRED TO BE USED TO ACQUIRE OTHER WORKS OF ART.

PART III, LINE 4: THE MUSEUM'S PERMANENT COLLECTION IS A VALUABLE RESOURCE FOR SJMA'S COMMUNITIES AND AN IMPORTANT WAY THE MUSEUM BUILDS A PUBLIC LEGACY. AS PART OF ITS COMMITMENT TO FOSTERING AWARENESS OF ARTISTS' BROAD CONTRIBUTIONS TO SOCIETY, SJMA COLLECTS ARTWORKS THAT IT DEEMS HISTORICALLY IMPORTANT.

THE MUSEUM'S PERMANENT COLLECTION INCLUDES OVER 2,300 MODERN AND CONTEMPORARY WORKS OF ART: PAINTINGS, SCULPTURE, INSTALLATIONS, NEW MEDIA, PHOTOGRAPHY, DRAWINGS, PRINTS, AND ARTISTS' BOOKS. SJMA IS THE ONLY COLLECTING ART INSTITUTION IN THE CITY AND THE ONLY MUSEUM IN THE PENINSULA DEDICATED EXCLUSIVELY TO ACQUIRING THE ART OF OUR TIMES.

DURING THE PERIOD WHEN THE SAN FRANCISCO MUSEUM OF MODERN ART EVOLVED INTO A MUSEUM WITH BLUE-CHIP INTERNATIONAL AMBITIONS, THE SAN JOSE MUSEUM OF ART, THE OAKLAND MUSEUM OF CALIFORNIA, THE DI ROSA IN NAPA AND THE CROCKER ART MUSEUM IN SACRAMENTO PICKED UP THE MANTLE OF ADVOCACY FOR THE BAY AREA ARTS COMMUNITY. TODAY, A GENERATION HENCE, MOST ARTISTS WANT TO SITUATE THEIR WORK IN AN INCREASINGLY GLOBAL, RATHER THAN AN EXCLUSIVELY LOCAL OR REGIONAL, FRAMEWORK. SJMA HAS COME TO HOLD THAT IT CAN CONTINUE TO SERVE BOTH REGIONAL ARTISTS AND ITS AUDIENCES - BEST AND MOST VITALLY - BY PLACING WORK BY CALIFORNIA ARTISTS IN THE CONTEXT OF WORK BY PROMINENT NATIONAL AND INTERNATIONAL ARTISTS AND BY ENGAGING IN THE GREATER TRANSNATIONAL CRITICAL DIALOG OF THE ART WORLD. THIS IS THE IMPORTANT

Part XIII Supplemental Information (continued)

DISTINCTION SJMA'S COLLECTION CAN FURTHER CLAIM.

SJMA PROUDLY HAS EARNED A REPUTATION FOR ACQUIRING PIVOTAL ARTISTS EARLY IN THEIR CAREERS AND FOR ITS WILLINGNESS TO LOOK BEYOND ART-MARKET TRENDS TO EMBRACE THE WORK OF GROUNDBREAKING, INDEPENDENT THINKERS. ALTHOUGH UNTIL 2012 THE MUSEUM HAD NO ACQUISITIONS ENDOWMENT, IT HAS A HISTORY OF ATTRACTING SIGNIFICANT GIFTS OF ARTWORK FROM GENEROUS COLLECTORS AND ARTISTS WHO ARE ATTRACTED BY THE DISTINCTIVENESS OF ITS PROGRAMS, ITS ACCESSIBILITY, AND ITS COLLECTIONS. THE COLLECTION HAS A STRONG STRAIN OF FIGURATIVE ART, A REFLECTION OF BAY AREA INTERESTS. CONCEPTUAL ART (WHICH HAS STRONG ROOTS IN THE REGION) IS NOT WELL REPRESENTED IN THE COLLECTION, PERHAPS DUE TO THE DIFFICULTY IT PRESENTS FOR THE GENERAL PUBLIC.

IN RECOGNITION OF THE GREATER CAPACITY OF THE MUSEUMS IN SAN FRANCISCO (THE CULTURAL EPICENTER FOR THE REGION), SJMA HAS DEFINED ITS COLLECTIONS IN CONTRADISTINCTION TO THOSE OF LARGER AND MORE ESTABLISHED INSTITUTIONS THERE. SEEN ALONGSIDE ITS PEER MUSEUMS IN THE OTHER SATELLITE CITIES THAT RING THE BAY, (WHICH SET OUT TO ESTABLISH HISTORICALLY COMPREHENSIVE HOLDINGS OF REGIONAL ART), SJMA'S REGIONAL HOLDINGS LOST DIFFERENTIATION OVER TIME. GIVEN THE INTERNATIONAL PERSPECTIVE OF SILICON VALLEY, (WITH ITS CULTURALLY DIVERSE DEMOGRAPHIC), BROADENING THE SCOPE OF COLLECTING WAS BOTH A NATURAL EVOLUTION AND A CRITICAL STEP TOWARD EXPANDING THE MUSEUM'S RELEVANCY.

LOCATED SEVERAL BLOCKS FROM SAN JOSE STATE UNIVERSITY AND WITHIN 30 MINUTES OF APPROXIMATELY 14 OTHER COLLEGES AND COMMUNITY COLLEGES, SJMA IS A PRIMARY RESOURCE FOR UNIVERSITY STUDENTS AS WELL AS FOR THE AUDIENCES OF THE REGION, WHICH HAS THE GREATEST PROJECTED POPULATION GROWTH IN THE BAY

Part XIII Supplemental Information (continued)

AREA. IN JUST A GENERATION, SAN JOSE METAMORPHOSED FROM AN AGRICULTURAL COMMUNITY INTO THE CAPITAL OF SILICON VALLEY, A HUB OF INNOVATION AND GLOBAL THINKING. ACCORDINGLY, SJMA HAS EXPANDED THE SCOPE OF ITS COLLECTIONS SPECIFICALLY TO REFLECT THE HIGH-TECH INTERESTS, DYNAMIC CULTURAL DIVERSITY, AND INTERNATIONAL SCOPE OF ITS COMMUNITIES. THE MUSEUM SUSTAINS ITS CHERISHED COMMITMENT TO THE WORK OF CALIFORNIA ARTISTS, YET NOW ALSO STRIVES TO BRING GREATER NATIONAL AND INTERNATIONAL CONTEXT TO THE COLLECTION. IN CONCERT WITH THE REVISED 2010 MISSION STATEMENT, ACQUISITIONS WILL FOCUS ON FURTHER REFLECTING THE CREATIVITY, INNOVATION, DIVERSITY, AND GLOBALISM THAT CHARACTERIZE SILICON VALLEY.

THE MUSEUM'S PERMANENT COLLECTION HAS GROWN AT AN UNPRECEDENTED PACE OVER THE LAST DECADE (2002-2012), IN SCALE AND QUALITY. MORE THAN 35% OF THE WORKS IN THE COLLECTION HAVE BEEN ACQUIRED IN THE PAST DECADE AND OVER 15% IN THE PAST FIVE YEARS ALONE. SJMA NOW BOASTS MANY WORKS OF MAJOR SIGNIFICANCE. ITS PERMANENT COLLECTION HAS BECOME A VALUABLE RESOURCE AND LEGACY FOR THE COMMUNITY. SJMA IS DEPENDENT IN LARGE MEASURE ON CULTIVATING OPPORTUNITIES AND SOLICITING DONATIONS: 95% OF THE WORKS IN THE COLLECTION HAVE BEEN ACQUIRED THROUGH DONATION.

IN 2009, SJMA INSTITUTED NEW PLANS TO SHOWCASE THE COLLECTION MORE REGULARLY AND TO INCREASE COMMUNITY AWARENESS OF THIS VALUABLE ASSET. THE MUSEUM DOES NOT HAVE DEDICATED PERMANENT-COLLECTION GALLERIES. INSTEAD, SJMA PRESENTS THEMATIC GROUPINGS OF WORKS FROM THE COLLECTION AS ROTATING SPECIAL EXHIBITIONS. THIS ENABLES STAFF TO PLAY TO THE STRENGTHS OF THE COLLECTION; SPOTLIGHT MAJOR WORKS WHILE SIDESTEPPING GAPS; AND FURTHER ART-HISTORICAL AND EDUCATIONAL COMPARISONS. IN THE PAST THREE YEARS ALONE, SJMA HAS PRESENTED EIGHT LONG-TERM EXHIBITIONS DRAWN EXCLUSIVELY FROM THE

Part XIII Supplemental Information (continued)

COLLECTION, FEATURING MANY WORKS THAT HAD NOT BEEN ON VIEW FOR SOME TIME.
 THE STRATEGIES FOR GROWING THE COLLECTION ARE INFORMED BY THESE
 SUCCESSFUL, PRAGMATIC INSTALLATION PRACTICES, RATHER THAN BY A TYPICAL
 QUEST FOR A SEAMLESS CHRONOLOGICAL AND STYLISTIC PROGRESSION.

PART V, LINE 4: GENERAL OPERATING FUNDS IN SUPPORT OF THE MUSEUM'S
 MISSION AS DIRECTED BY THE DONORS.

PART X, LINE 2: UNCERTAINTY IN INCOME TAXES - GENERALLY ACCEPTED
 ACCOUNTING PRINCIPLES PROVIDE ACCOUNTING AND DISCLOSURE GUIDANCE ABOUT
 POSITIONS TAKEN BY AN ORGANIZATION IN ITS TAX RETURNS THAT MIGHT BE
 UNCERTAIN. MANAGEMENT HAS CONSIDERED ITS TAX POSITIONS AND BELIEVES THAT
 ALL OF THE POSITIONS TAKEN BY THE MUSEUM IN ITS FEDERAL AND STATE EXEMPT
 ORGANIZATION TAX RETURNS ARE MORE LIKELY THAN NOT TO BE SUSTAINED UPON
 EXAMINATION.

THE MUSEUM FILES INFORMATION RETURNS IN THE U.S. FEDERAL JURISDICTION AND
 STATE OF CALIFORNIA. THE MUSEUM'S FEDERAL RETURNS FOR THE YEARS ENDED JUNE
 30, 2009 AND BEYOND REMAIN SUBJECT TO POSSIBLE EXAMINATION BY THE INTERNAL
 REVENUE SERVICE. THE MUSEUM'S CALIFORNIA RETURNS OF THE TAX YEARS ENDED
 JUNE 30, 2008 AND BEYOND REMAIN SUBJECT TO POSSIBLE EXAMINATION BY THE
 FRANCHISE TAX BOARD.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

COST OF GOODS SOLD 109,791.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

INVESTMENT EXPENSE 36,522.

Part XIII Supplemental Information (continued)

PART XII, LINE 2D - OTHER ADJUSTMENTS:

COST OF GOODS SOLD 109,791.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

INVESTMENT EXPENSE 36,522.

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

Employer identification number

SAN JOSE MUSEUM OF ART ASSOCIATION

23-7062028

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? 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.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	PROGRAM SERVICES	SJMA SHIPPED THE TRAVELING EXHIBITION TO FRANCE	0.
3 a Sub-total	0	0			0.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			0.

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

Schedule F (Form 990) 2012

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* Yes No

- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* Yes No

- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No

- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No

- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report. (see Instructions for Form 5713)* Yes No

Schedule F (Form 990) 2012

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		ANNUAL BENEFIT FULL (event type)	(event type)	NONE (total number)	
Revenue	1	Gross receipts	261,128.		261,128.
	2	Less: Contributions	83,338.		83,338.
	3	Gross income (line 1 minus line 2)	177,790.		177,790.
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs	5,000.		5,000.
	7	Food and beverages	47,401.		47,401.
	8	Entertainment	10,641.		10,641.
	9	Other direct expenses	114,748.		114,748.
	10	Direct expense summary. Add lines 4 through 9 in column (d)			(177,790.)
	11	Net income summary. Combine line 3, column (d), and line 10			0.

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

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

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

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

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

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

2012

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

Open to Public Inspection

▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization

SAN JOSE MUSEUM OF ART ASSOCIATION

Employer identification number

23-7062028

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

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

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

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

- | | |
|--|---|
| <input type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input 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 section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

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

- 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	X	
2		X
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2012

Part III Supplemental Information

Complete this part to 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.

PART I, LINE 1A: PAYMENTS WERE MADE IN ACCORDANCE WITH A WRITTEN

EMPLOYMENT AGREEMENT APPROVED BY THE BOARD OF TRUSTEES.

Multiple horizontal lines for supplemental information.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization **SAN JOSE MUSEUM OF ART ASSOCIATION** Employer identification number **23-7062028**

Part I	Types of Property	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art	X	106		REVENUE NOT REPORTED
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	3	42,179.	SALES PRICE
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory	X	2	22,835.	FMV
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ (AUCTION ITEMS)	X	17	86,642.	ESTIMATED FMV
26	Other ▶ (EQUIPMENT)	X	1	1,600.	FMV
27	Other ▶ ()				
28	Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement 29 4

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

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

SAN JOSE MUSEUM OF ART ASSOCIATION

Employer identification number
23-7062028

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

MISSION

THE SAN JOSE MUSEUM OF ART REFLECTS THE DIVERSE CULTURES AND INNOVATIVE SPIRIT OF SILICON VALLEY. THROUGH ITS EXHIBITIONS, PROGRAMS, SCHOLARSHIP, AND COLLECTIONS, SJMA CONNECTS THE PRESENT AND THE PAST, AND THE ART OF THE WEST COAST AND THE WORLD. THE MUSEUM FOSTERS AWARENESS OF ARTISTS' BROAD CONTRIBUTIONS TO SOCIETY: IT ENGAGES AUDIENCES WITH THE ART OF OUR TIME AND THE VITALITY OF THE CREATIVE PROCESS.

VISION

THE SAN JOSE MUSEUM OF ART WILL BE THE PREEMINENT MODERN AND CONTEMPORARY ART MUSEUM IN SILICON VALLEY. SJMA WILL ENRICH ITS COMMUNITIES THROUGH INVITING, INNOVATIVE PROGRAMS AND CREATIVE, INTERACTIVE EXPERIENCES. IT WILL PROVIDE DYNAMIC LEARNING OPPORTUNITIES FOR ADULTS AS WELL AS VITAL EDUCATIONAL SERVICES FOR YOUTHS AND FAMILIES, TO ENCOURAGE INQUIRY AND VISUAL THINKING. AS A CONSEQUENCE, SJMA WILL BE RECOGNIZED INTERNATIONALLY FOR HIGH-QUALITY PROGRAMS, FRESH COLLABORATIVE ENDEAVORS, A DISTINCTIVE PERMANENT COLLECTION, AND ADVENTUROUS APPROACHES. THE MUSEUM WILL CONNECT ART AND LIFE; WORK ACROSS CULTURAL BOUNDARIES; AND PROMOTE DEEPER AWARENESS, ENJOYMENT, AND KNOWLEDGE OF MODERN AND CONTEMPORARY ART, ARCHITECTURE, AND DESIGN. SJMA WILL BE A CULTURAL HUB FOR THE RESIDENTS OF THE REGION, A SPACE FOR PERSONAL REFLECTION, A GATHERING PLACE FOR CREATIVE THINKERS, AND A SOURCE OF VIBRANCY FOR THE CITY CENTER.

Name of the organization

SAN JOSE MUSEUM OF ART ASSOCIATION

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23-7062028

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

RICH DIVERSITY OF ITS COMMUNITIES. THE MUSEUM PRESENTS NINE TO TWELVE EXHIBITIONS EACH YEAR, INCLUDING ONE PERSON AND THEMATIC GROUP EXHIBITIONS THAT INCLUDE A RANGE OF ARTWORKS, FROM TRADITIONAL PAINTING TO EXPLORATORY NEW MEDIA INSTALLATIONS. THE CURATORIAL STAFF ORGANIZES MOST OF THE EXHIBITIONS IN A GIVEN SEASON. IN HOUSE EXHIBITIONS ARE ACCOMPANIED BY SCHOLARLY PUBLICATIONS OR WEBSITES AND REGULARLY TRAVEL TO OTHER MUSEUMS ACROSS THE COUNTRY. GIVEN ITS LOCATION IN THE HEART OF THE HIGH TECHNOLOGY CULTURE OF SILICON VALLEY, THE MUSEUM HAS A SUBSTANTIAL COMMITMENT TO NEW WORK IN NEW MEDIA, AS WELL AS TO INITIATING SPECIAL PROJECTS AND COMMISSIONS THAT REFLECT THE ISSUES OF IMPORTANCE TO ITS COMMUNITIES.

IN FY 12-13, SJMA HAD ON VIEW ONE LONG-TERM EXHIBITION MARK MY WORD: LET'S LOOK AT ART IN A FAMILY-FOCUSED GALLERY; NON-TRAVELING TEMPORARY EXHIBITIONS ORGANIZED IN HOUSE (RENEGADE HUMOR; TO HELL AND BACK: SANDOW BIRK'S DIVINE COMEDY; FRANK LOBDELL: WONDERLAND; MEXICANISIMO THROUGH ARTISTS' EYES; LOCAL COLOR; BETA SPACE: RANU MUKHERJEE: TELLING FORTUNES; RAGING OPULENCE: MARK DEAN VECA; NEW STORIES FROM THE EDGE OF ASIA: THIS/THAT; SWANS, SWINE, AND SIRENS) AND TWO TRAVELING EXHIBITIONS DEVELOPED BY ANOTHER INSTITUTION (ANNIE LEIBOVITZ: PILGRIMAGE AND RISING DRAGON: CONTEMPORARY CHINESE PHOTOGRAPHY) AND ONE TRAVELING EXHIBITION, DIVE DEEP: ERIC FISCHL AND THE PROCESS OF PAINTING, CURATED IN HOUSE AND ACCOMPANIED BY A CATALOGUE CO-PUBLISHED BY SJMA AND THE PENNSYLVANIA ACADEMY OF FINE ARTS.

THE SCOPE OF SJMA'S COLLECTION AND THE NATURE OF EXHIBITIONS DRAWN FROM

Name of the organization SAN JOSE MUSEUM OF ART ASSOCIATION	Employer identification number 23-7062028
--	--

THE COLLECTION ARE DESCRIBED IN SCHEDULE D PART III, LINE 4.

THROUGH THE REGULARLY CHANGING SCHEDULE OF INNOVATIVE EXHIBITIONS, BOTH TRAVELING EXHIBITIONS AND THOSE DRAWN FROM THE MUSEUM'S PERMANENT COLLECTION, SJMA SERVED 42,902 PEOPLE.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:
BEEN RECOGNIZED BY TWO "MUSE" AWARDS FROM THE AMERICAN ASSOCIATION OF MUSEUMS FOR ITS USE OF INTERACTIVE, TECH BASED ACTIVITIES IN THE GALLERIES AND ON THE WEB, E.G. YOUTUBE, FLICKR, FACEBOOK, PODCASTS, DIGITAL TIMELINES, AND IPOD TOUCH TOURS. THE MUSEUM PROUDLY OFFERS A SPECTRUM OF EDUCATIONAL PROGRAMMING THAT PROVIDES CRITICAL EARLY EXPOSURE TO THE VISUAL ARTS FOR TENS OF THOUSANDS OF STUDENTS IN GRADES KINDERGARTEN THROUGH TWELVE, FROM TOURS TO WORKSHOPS, IN-CLASS PRESENTATIONS, AND CURRICULUM GUIDES.

AT THE SAN JOSE MUSEUM OF ART, WE BELIEVE ARTS LEARNING IS A KEY COMPONENT IN THE DEVELOPMENT OF THE CREATIVITY AND CRITICAL THINKING THAT LEADS TO INNOVATION. THE MUSEUM PROVIDES ARTS EDUCATION FOR SCHOOLCHILDREN, EDUCATORS, UNIVERSITY FACULTY, AND COLLEGE STUDENTS. IN THE 2012 - 13 FISCAL YEAR, THE EDUCATION DEPARTMENT SERVED OVER 38,800 STUDENTS THROUGH MUSEUM VISITS FOR PRIMARY-SCHOOL, SECONDARY-SCHOOL, AND COLLEGE GROUPS IN ADDITION TO IN-SCHOOL ARTIST'S RESIDENCIES, DOCENT PRESENTATIONS, AND WEEK-LONG ART CAMPS. PUBLIC PROGRAMS SUCH AS LECTURES, GALLERY TOURS, ART-MAKING WORKSHOPS FOR ADULTS AND CHILDREN, AND FREE COMMUNITY DAYS PROMOTE LIFELONG LEARNING AND SERVE MULTIGENERATIONAL FAMILIES, CREATIVE ADULTS, AND COMMUNITY GROUPS. IN ADDITION, ADULT PROGRAMS INCLUDE AFTER-HOURS EVENTS THAT MAKE THE

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MUSEUM A SOCIAL HUB DOWNTOWN. MORE THAN 10,000 PEOPLE WERE SERVED IN THIS PAST FISCAL YEAR THROUGH ON-SITE PUBLIC PROGRAMS. A HALLMARK OF SJMA'S WELCOMING AND PLAYFUL ENVIRONMENT IS ITS PARTICIPATORY GALLERY ACTIVITIES, WHICH ARE CONCEIVED IN TANDEM WITH THE CURATORIAL AND MARKETING DEPARTMENTS. THEY OFTEN INCLUDE ARTISTS AND EDUCATORS TO ENCOURAGE DEEPER ENGAGEMENT WITH THE EXHIBITIONS AND TO PROMOTE A SENSE OF CREATIVE PLAY AND GIVE THE PUBLIC CLOSE ACCESS TO THE CREATIVE PROCESS.

SJMA'S WEBSITE ENABLES SMOOTH DELIVERY OF INFORMATION; PARTICIPATORY EDUCATIONAL MATERIAL AND CURATORIAL PROJECTS; AND THE INTEGRATION OF AN ACTIVE SOCIAL MEDIA PRESENCE. A TWO YEAR PROJECT TO PROVIDE WEB BASED ACCESS TO THE COLLECTION IS COMPLETE AS OF DECEMBER 2013.

SJMA'S EDUCATIONAL PROGRAMS REACHED 48,842 PEOPLE DURING THE YEAR.

FORM 990, PART VI, SECTION A, LINE 4: THE BYLAWS HAD PROVIDED THAT UP TO FOUR TRUSTEES REPRESENTING THE VOLUNTEER GROUPS OF THE MUSEUM WERE TO BE NOMINATED BY THE VOLUNTEER COUNCIL, SUBJECT TO THE APPROVAL OF THE BOARD OF TRUSTEES. THE VOLUNTEER COUNCIL DISBANDED SINCE COMMUNICATION BETWEEN VOLUNTEER GROUPS COMMUNICATE MORE EFFECTIVELY THROUGH OTHER MEANS SUCH AS E-NEWSLETTERS. THEREFORE THE BYLAWS WERE CHANGED TO PROVIDE THAT UP TO FOUR TRUSTEES REPRESENTING THE VOLUNTEER GROUPS ARE TO BE NOMINATED BY THE VOLUNTEER GROUPS, WITH ONE SUCH TRUSTEE NOMINATED BY EACH SUCH VOLUNTEER GROUP, SUBJECT TO THE APPROVAL OF THE BOARD OF TRUSTEES.

FORM 990, PART VI, SECTION B, LINE 11: THE PROCESS THE SAN JOSE MUSEUM OF ART USES TO REVIEW THE FORM 990 IS SET FORTH IN ITS RISK MANAGEMENT AND

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FISCAL OPERATING POLICIES. PRIOR TO FILING WITH THE I.R.S, THE ANNUAL TAX RETURN FORM 990 IS REVIEWED BY THE MUSEUM'S FINANCE AND POLICY COMMITTEE AND PROVIDED TO ITS BOARD OF TRUSTEES.

FORM 990, PART VI, SECTION B, LINE 12C: ALL TRUSTEES, STAFF MEMBERS AND COMMUNITY MEMBERS OF BOARD COMMITTEES MUST FILL OUT AN ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT. THIS DISCLOSURE STATEMENT ASKS IF THE RESPONDENTS ARE AWARE OF ANY AFFILIATIONS, EMPLOYMENT OR OTHER MATTERS INVOLVING THE INDIVIDUAL OR ANY OF IMMEDIATE FAMILY THAT MIGHT BE PERCEIVED TO COMPROMISE YOUR OBLIGATIONS TO THE MUSEUM AND SHOULD THEREFORE BE REPORTED IN LIGHT OF THE CODE OF ETHICS. SPECIFICALLY, THE DISCLOSURE STATEMENT ASKS IF SJMA HAS A BUSINESS RELATIONSHIP WITH ANY ENTITY FROM WHICH THE INDIVIDUAL OR HIS/HER IMMEDIATE FAMILY MEMBERS HAVE RECEIVED ANY COMPENSATION, INCOME, LOANS OR GIFTS OR OF WHICH THE INDIVIDUAL OR HIS/HER IMMEDIATE FAMILY MEMBERS ARE A TRUSTEE, OFFICE, DIRECTOR OR EMPLOYEE. IN ADDITION, DISCLOSURE IS REQUIRED IF THE INDIVIDUAL OR IMMEDIATE FAMILY MEMBERS HOLD AN OWNERSHIP INTEREST IN A CLOSELY HELD COMPANY OR A 5% OWNERSHIP INTEREST IN A PUBLIC COMPANY WITH THE MUSEUM HAS A BUSINESS RELATIONSHIP. ALL RESPONDENTS ARE ASKED TO SUPPLEMENT THE INFORMATION IN THE EVENT OF ANY CHANGES BEFORE THE NEXT ANNUAL DISCLOSURE. ALL STAFF RESPONSES ARE REVIEWED BY THE EXECUTIVE DIRECTOR. ALL OTHER RESPONSES ARE REVIEWED BY THE SECRETARY OF THE BOARD OF TRUSTEES. IF A RESPONSE ON A DISCLOSURE IDENTIFIES A CONFLICT, THE INTERESTED TRUSTEE, STAFF MEMBER, OR VOLUNTEER (A COMMUNITY MEMBER OF A BOARD COMMITTEE) SHALL REFRAIN FROM ATTEMPTING TO INFLUENCE ANY DECISION OF THE BOARD, BOARD COMMITTEE, OR STAFF ON ANY MATTER WHICH MAY INVOLVE A POTENTIAL OR ACTUAL CONFLICT OF INTEREST AND SHALL ABSTAIN FROM VOTING ON ANY SUCH MATTER.

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FORM 990, PART VI, SECTION B, LINE 15: THE BOARD OF TRUSTEES OF SJMA HAS ESTABLISHED A COMPENSATION PHILOSOPHY THAT BALANCES TWO OBJECTIVES: APPROPRIATE STEWARDSHIP OF ITS FINANCIAL RESOURCES; AND MAINTAINING THE VITALITY OF THE INSTITUTION AND EXCELLENCE OF ITS PROGRAMMING. THE RESULTING COMPENSATION DESIGN IS TO PAY IN THE TOP 50% OF COMPARABLE SALARIES FOR NEXT-STAGE PEER INSTITUTIONS. IN SJMA'S EXPERIENCE, THESE ARE THE MOST RELEVANT FACTORS IN COMPETITION FOR TALENT. INDIVIDUAL COMPENSATION IS THEN ESTABLISHED COMMENSURATE WITH EXPERIENCE, RELEVANT ACADEMIC CREDENTIALS AND PROFESSIONAL TRAINING. THE BOARD OF TRUSTEES HAS APPROVED THAT PHILOSOPHY IN LIGHT OF THE HIGH COST OF LIVING IN THE SAN FRANCISCO BAY AREA, IN AN EFFORT TO ATTRACT, RETAIN AND MOTIVATE THE TALENT NEEDED TO MAINTAIN THE REQUISITE STANDARDS OF QUALITY AND REPUTATION OF THE MUSEUM AS A LEADER IN THE FIELD.

IN ADDITION TO SALARY, SJMA ENDEAVORS TO PROVIDE HEALTH AND RETIREMENT BENEFITS COMMENSURATE WITH THE ABOVE PHILOSOPHY. CONTRIBUTIONS FOR FY 12-13 WERE 3%.

THE SALARY LEVELS OF THE EXECUTIVE DIRECTOR; DEPUTY DIRECTOR, DEVELOPMENT; THE DEPUTY DIRECTOR, OPERATIONS; AND THE DIRECTOR OF FINANCE WERE ESTABLISHED AND APPROVED BY THE BOARD OF TRUSTEES IN ACCORDANCE WITH THIS COMPENSATION PHILOSOPHY, BASED ON THE ANNUAL SALARY SURVEY OF THE ASSOCIATION OF ART MUSEUM DIRECTORS, WHICH IS THE STANDARD RESOURCE IN THE FIELD AND THE MOST COMPREHENSIVE, PUBLIC INDUSTRY DATA AVAILABLE. THE SALARY AND BENEFIT PACKAGE OF THE EXECUTIVE DIRECTOR WAS ESTABLISHED AFTER A REVIEW OF COMPARABLE EXECUTIVE COMPENSATION FURNISHED BY THE EXECUTIVE SEARCH FIRM ENGAGED BY THE BOARD AND APPROVED BY THE BOARD ON JULY 24, 2008. SALARY LEVELS FOR THESE POSITIONS WERE NOT INCREASED IN FY 12-13.

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FORM 990, PART VI, SECTION C, LINE 19: THE SAN JOSE MUSEUM OF ART POSTS
ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL
STATEMENTS ON ITS WEBSITE.

Multiple horizontal lines for additional text entry.

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES AND FURNITURES * 990 PAGE 10 TOTAL	VARIES		.000	16	161,002.			161,002.	159,214.		1,148.
2	FURNITURE & MACHINERY & EQUIPMENT MACHINERY & EQUIPMENT	VARIES		.000	16	543,919.			543,919.	538,628.		3,140.
3	NETWORK * 990 PAGE 10 TOTAL	VARIES		.000	16	201,849.			201,849.	201,849.		0.
4	SOFTWARE LEASEHOLD IMPROVEMENTS * 990 PAGE 10 TOTAL	VARIES		.000	16	190,216.			190,216.	171,233.		16,319.
5	OTHER * GRAND TOTAL 990 PAGE 10 DEPR	VARIES				803,526.		0.	803,526.	745,812.	0.	27,408.
						1710296.		0.	1710296.	1645503.	0.	31,696.

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed