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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation

HIRSCH FAMILY FOUNDATION

A Employer identification number

20-1225862

Number and street (or P O box number if mail is not delivered to street address)

3811 TURTLE CREEK BLVD

Room/suite

250

B Telephone number (see page 10 of the instructions)

(214) 245-5000

City or town, state, and ZIP code

DALLAS, TX 75219-4504

H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

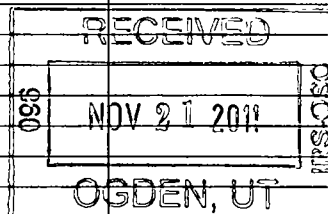
16) \$ 31,681,010.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants etc. received (attach schedule)	0.			
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3,961.	3,961.		ATCH 1
4 Dividends and interest from securities	385,244.	385,244.		ATCH 2
5a Gross rents				
b Net rental income or (loss)	1,557,738.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	1,557,738.			
7 Capital gain net income (from Part IV, line 2)		1,557,738.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	57,048.			ATCH 3
12 Total. Add lines 1 through 11	2,003,991.	1,946,943.		
13 Compensation of officers, directors, trustees, etc.	187,000.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest ATTACHMENT 4	261.	261.		
18 Taxes (attach schedule) (see page 14 of the instructions)	20,914.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	150,906.	88,256.		
24 Total operating and administrative expenses. Add lines 13 through 23	359,081.	88,517.		
25 Contributions, gifts, grants paid	2,206,284.			2,206,284.
26 Total expenses and disbursements. Add lines 24 and 25	2,565,365.	88,517.		2,206,284.
27 Subtract line 26 from line 12	-561,374.			
a Excess of revenue over expenses and disbursements		1,858,426.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				



For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA ** ATCH 5

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1,772,121.	4,105,919.	4,105,919.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATTACH 7	13,470,934.	11,840,675.	27,575,091.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item f)	15,243,055.	15,946,594.	31,681,010.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	15,243,055.	15,946,594.			
30	Total net assets or fund balances (see page 17 of the instructions)	15,243,055.	15,946,594.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,243,055.	15,946,594.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	15,243,055.
2	Enter amount from Part I, line 27a	2	-561,374.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 8	3	1,321,961.
4	Add lines 1, 2, and 3	4	16,003,642.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,003,642.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,557,738.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,032,352.	20,521,489.	0.099035
2008	2,157,759.	17,024,919.	0.126741
2007	1,831,072.	25,621,449.	0.071466
2006	1,639,897.	21,090,092.	0.077757
2005	905,114.	21,168,133.	0.042758
2 Total of line 1, column (d)			2 0.417757
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.083551
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 25,863,642.
5 Multiply line 4 by line 3			5 2,160,933.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,584.
7 Add lines 5 and 6			7 2,179,517.
8 Enter qualifying distributions from Part XII, line 4			8 2,206,284.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	18,584.
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	18,584.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	18,584.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6 a		
b Exempt foreign organizations-tax withheld at source	6 b		0.
c Tax paid with application for extension of time to file (Form 8868)	6 c		21,000.
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7		21,000.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		151.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		2,265.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11		2,265. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1 c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address ☐ N/A				
14	The books are in care of ☐ MIKE NICOLAIS Telephone no ☐ 214-245-5000			
	Located at ☐ 3811 TURTLE CREEK BLVD, SUITE 250 DALLAS, TX ZIP + 4 ☐ 75219-4487			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ☐ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	Yes	No	X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ☐				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No		
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 9		187,000.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE ----- -----	
2 ----- -----	
All other program-related investments. See page 24 of the instructions.	
3 NONE ----- -----	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	23,318,485.
b	Average of monthly cash balances	1b	2,939,020.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	26,257,505.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	26,257,505.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	393,863.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,863,642.
6	Minimum investment return. Enter 5% of line 5	6	1,293,182.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,293,182.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,584.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,584.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,274,598.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,274,598.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,274,598.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,206,284.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,206,284.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	18,584.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,187,700.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,274,598.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08 20 07 20 06				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006 1,543,811.				
c From 2007 1,831,072.				
d From 2008 2,157,759.				
e From 2009 1,011,662.				
f Total of lines 3a through e	6,544,304.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 2,206,284.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				1,274,598.
e Remaining amount distributed out of corpus	931,686.			
5 Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	7,475,990.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	7,475,990.			
10 Analysis of line 9				
a Excess from 2006 1,543,811.				
b Excess from 2007 1,831,072.				
c Excess from 2008 2,157,759.				
d Excess from 2009 1,011,662.				
e Excess from 2010 931,686.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

ATTACHMENT 10

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

ATTACHMENT 11

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

ATTACHMENT 12

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

ATTACHMENT 13

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> ATTACHMENT 14				
Total			▶ 3a	2,206,284.
<i>b Approved for future payment</i>				
Total			▶ 3b	

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	3,961.	
4 Dividends and interest from securities				14	385,244.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	1,557,738.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue. a _____						
b ATTACHMENT 15			56,523.			
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			56,523.		1,946,943.	
13 Total. Add line 12, columns (b), (d), and (e)						2,003,466.

(See worksheet in line 13 instructions on page 29 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No

- b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Signature of officer or trustee

Date _____

DIRECTOR

Title

PTIN

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

P00180093

Firm's name **MONTGOMERY COSCIA GREILICH LLP**

Firm's EIN ▶ 75-2919818

Firm's address ▶ 2500 DALLAS PARKWAY, SUITE 300
PLANO, TX

75093

Phone no 972-748-0300

Form 990-PF (2010)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FROM HIGHLANDER CEA MGMT K-1 PROPERTY TYPE: SECURITIES				D	1,356,352.	
		FROM BP CAPITAL ENERGY K-1 PROPERTY TYPE: SECURITIES				D	6,089.	
		FROM BP CAPITAL ENERGY K-1 PROPERTY TYPE: SECURITIES				D	17,956.	
		FROM DALRYMPLE GLOBAL RSC K-1 PROPERTY TYPE: SECURITIES				D	-62,467.	
		FROM HIGHLANDER PTNRS HC K-1 PROPERTY TYPE: SECURITIES				D	98,006.	
		FROM HIGHLANDER PTNRS HC K-1 PROPERTY TYPE: SECURITIES				D	141,802.	
TOTAL GAIN (LOSS)							<u>1,557,738.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANK OF AMERICA - 6653	65.	65.
BANK OF AMERICA - 4372	3,896.	3,896.
TOTAL	<u>3,961.</u>	<u>3,961.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MARTIN FLETCHER & ASSOCIATES	4,500.	4,500.
BANK OF NY MELLON - INTEREST	67,928.	67,928.
BP CAPITAL ENERGY FUND	270.	270.
HPC HOLDINGS	844.	844.
HIGHLANDER PARTNERS HEALTHCARE FUND	27,756.	27,756.
PCI	73,356.	73,356.
BANK OF NY MELLON - DIVIDEND	161,026.	161,026.
CREDIT SUISSE - 0983 - DIVIDEND	26,005.	26,005.
BP CAPITAL ENERGY FUND - DIVIDEND	4,455.	4,455.
HIGHLANDER PARTNERS HEALTHCARE FUND - DIV	19,104.	19,104.
TOTAL	385,244.	385,244.

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
ORDINARY INCOME FROM DALRYMPLE K-1	-110.
OTHER INCOME FROM DALRYMPLE K-1	-3.
ORDINARY INCOME FROM HPC HOLDINGS	56,633.
OTHER INCOME FROM BP CAPITAL ENERGY K-1	528.
TOTALS	<u>57,048.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INTEREST EXPENSE	261.	261.
TOTALS	<u>261.</u>	<u>261.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
PAYROLL TAXES	15,369.
FIT - 2009	5,545.
TOTALS	<u>20,914.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ADMINISTRATIVE EXPENSES	150,906.	88,256.
TOTALS	150,906.	88,256.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITIES	11,840,675.	27,575,091.
TOTALS	<u>11,840,675.</u>	<u>27,575,091.</u>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN / LOSS

1,321,961.

TOTAL

1,321,961.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
LAURENCE HIRSCH 3811 TURTLE CREEK BLVD 250 DALLAS, TX 75219-4504	DIRECTOR 2.00	0.
SUSAN HIRSCH 3811 TURTLE CREEK BLVD 250 DALLAS, TX 75219-4504	DIRECTOR 2.00	0.
DARIA LEE HIRSCH 3811 TURTLE CREEK BLVD 250 DALLAS, TX 75219-4504	DIRECTOR 10.00	106,000.
BRADFORD HIRSCH 3811 TURTLE CREEK BLVD 250 DALLAS, TX 75219-4504	DIRECTOR 10.00	81,000.
GRAND TOTALS		<u>187,000.</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

LAURENCE HIRSCH
SUSAN HIRSCH

FORM 990PF, PART XV - INFORMATION REGARDING MANAGERS OWNING 10% STOCK

LAURENCE HIRSCH
SUSAN HIRSCH

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RACHEL GALLINI
3811 TURTLE CREEK BLVD, STE 280
DALLAS, TX 75219
214-245-5000

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

REQUESTS FOR DONATIONS SHOULD BE REQUESTED IN A LETTER THAT SHOULD INCLUDE THE PURPOSE FOR THE DONATION, NAME, ADDRESS AND PHONE NUMBER.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATM AT MELANOMA 3217 BOB O LINK COURT PLANO, TX 75093	NONE 509(A) (1)	CONTRIBUTION	100
ALS THERAPY DEVELOPMENT INSTITUTE 215 FIRST STREET CAMBRIDGE, MA 02142	NONE 509(A) (1)	CONTRIBUTION	500.
AMERICAN UNIVERSITY OF ROME VIA PIETRO ROSELLI 4 00153 ROME ITALY	NONE 509(A) (1)	CONTRIBUTION	5,000
AT&T PERFORMING ARTS CENTER 2100 ROSS AVENUE, SUITE 650 DALLAS, TX 75201	NONE 509(A) (1)	CONTRIBUTION	5,000.
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST NE ATLANTA, GA 30309	NONE 501(C) (3)	CONTRIBUTION	57,500
BREVARD JEWISH COMMUNITY SCHOOL 5995 N WICKHAM ROAD MELBOURNE, FL 32940	NONE 501(C) (3)	CONTRIBUTION	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CADEP: THE CHOLDOOD AUTISM FOUNDATION 1551 SHOUP COURT DECATUR, GA 3003	NONE 509(A) (1)	CONTRIBUTION	2,500
CENTER FOR EUROPEAN POLICY ANALYSIS 1225 19TH STREET NW, SUITE 450 WASHINGTON, DC 20036	NONE 509(A) (1)	CONTRIBUTION	683,387
CHARITY WORKS 1616 ANDERSON ROAD, SUITE 219 MCLEAN, VA 22102	NONE 501(C) (3)	CONTRIBUTION	5,000.
CITY HOUSE 902 EAST 16TH STREET PLANO, TX 75074	NONE 501(C) (3)	CONTRIBUTION	5,000.
COMMUNITIES IN SCHOOLS DALLAS REGION, INC 8700 N STEMMONS FWY, SUITE 125 DALLAS, TX 75247	NONE 501(C) (3)	CONTRIBUTION	40,000.
DALLAS CHILDREN'S ADVOCACY CENTER 3611 SWISS AVENUE DALLAS, TX 75204	NONE	CONTRIBUTION	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DALLAS HERITAGE VILLAGE AT OLD CITY PARK 1515 S. HARWOOD DALLAS, TX 75215	NONE	CONTRIBUTION	5,000.
DALLAS HOLOCAUST MUSEUM 211 N. RECORD ST, SUITE 100 DALLAS, TX 75202	NONE	CONTRIBUTION	5,000.
DALLAS SYMPHONY 2301 FLORA STREET DALLAS, TX 75201	NONE	CONTRIBUTION	10,000.
FAMILY GATEWAY 2910 SWISS AVENUE DALLAS, TX 75204	NONE	CONTRIBUTION	10,000.
GEORGIA O'KEEFE MUSEUM 217 JOHNSON STREET SANTA FE, NM 87501	NONE	CONTRIBUTION	25,000.
JOHNS HOPKINS INSTITUTIONS 100 NORTH CHARLES STREET BALTIMORE, MD 21201	NONE	CONTRIBUTION	270,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JONATHAN'S PLACE P.O. BOX 140085 DALLAS, TX 75214	NONE	CONTRIBUTION	15,000.
KUNM 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	CONTRIBUTION	500.
LIFT 800 7TH STREET, NW, SUITE 300 WASHINGTON, DC 20001	NONE	CONTRIBUTION	112,000.
MY VERY OWN BOOK 1150 SCARLETT DRIVE ALLEN, TX 75002	NONE	CONTRIBUTION	1,000
NATIONAL HOUSING ENDOWMENT 1201 15TH STREET, NW WASHINGTON, DC 20005	NONE	CONTRIBUTION	1,000.
NATIONAL CENTER FOR LEARNING DISABILITIES 381 PARK AVENUE SO., SUITE 1401 NEW YORK, NY 10016	NONE	CONTRIBUTION	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL CENTER FOR POLICY ANALYSIS 12770 COIT ROAD DALLAS, TX 75251	NONE	CONTRIBUTION	10,000.
NY LEGAL ASSISTANCE GROUP 450 WEST 33RD STREET NEW YORK, NY 10001	NONE	CONTRIBUTION	25,000.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236	NONE	CONTRIBUTION	200
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236	NONE	CONTRIBUTION	70,000.
I STAND FOR PARKLAND 2777 N. STEMMONS FRWY, SUITE 1700 DALLAS, TX 75207	NONE 509(A) (1)	CONTRIBUTION	200,000.
PLANNED PARENTHOOD OF NORTH TEXAS 7424 GREENVILLE AVE, SUITE 206 DALLAS, TX 75231	NONE	CONTRIBUTION	10,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PREVENT BLINDNESS TEXAS 3610 FAIRMOUNT STREET DALLAS, TX 75219	NONE	CONTRIBUTION	5,000.
SAVE THE CHILDREN 52 WILTON ROAD WESTPORT, CT 06880	NONE	CONTRIBUTION	1,500.
ST. MARKS SCHOOL OF TEXAS 10600 PRESTON ROAD DALLAS, TX 75230	NONE 501(C) (3)	CONTRIBUTION	50,000.
ST VINCENT HOSPITAL FOUNDATION 455 ST. MICHAEL'S DRIVE SANTA FE, NM 87505	NONE 509(A) (1)	CONTRIBUTION	1,000.
STATE FAIR OF TEXAS P.O. BOX 150009 DALLAS, TX 75315	NONE	CONTRIBUTION	2,317.
TACA 1722 ROUTH STREET, SUITE 115 DALLAS, TX 75201	NONE	CONTRIBUTION	2,500.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEACH FOR AMERICA 324 BLACKWELL STREET, BAY 11, SUITE 1160 DURHAM, NC 27701	NONE	CONTRIBUTION	5,000.
THE CATHOLIC FOUNDATION 5310 HARVEST HILL ROAD, SUITE 248 DALLAS, TX 75230	NONE	CONTRIBUTION	1,000.
THE KENNEDY CENTER P.O. BOX 101510 ARLINGTON, VA 22210	NONE	CONTRIBUTION	99,980.
THE LUCY CENTER 500 HEBRON ROAD SHELBYVILLE, KY 40065	NONE	CONTRIBUTION	10,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET 433 FRANKLIN BUILDING PHILADELPHIA, PA 19104	NONE	CONTRIBUTION	200.
THE RISE SCHOOL OF DALLAS 5923 ROYAL LANE DALLAS, TX 75230	NONE	CONTRIBUTION	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE SENIOR SOURCE 3910 HARRY HINES BOULEVARD DALLAS, TX 75219	NONE	CONTRIBUTION	26,000.
TROSA 1820 JAMES STREET DURHAM, NC 27707	NONE	CONTRIBUTION	50,000.
UT DALLAS 800 WEST CAMPBELL ROAD, WP13 RICHARDSON, TX 75080	NONE	CONTRIBUTION	10,000
SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD DALLAS, TX 75390	NONE	CONTRIBUTION	1,000.
UNITED WAY 1800 NORTH LAMAR DALLAS, TX 75202	NONE	CONTRIBUTION	10,000.
VICKERY MEADOW LEARNING CENTER 6329 RIDGECREST DALLAS, TX 75231	NONE	CONTRIBUTION	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VOGEL ALCOVE 7557 RAMBLER ROAD, SUITE 262 DALLAS, TX 75231	NONE	CONTRIBUTION	5,000
SMITHSONIAN INSTITUTE P.O. BOX 37012 SI BUILDING, ROOM 153, MRC 010 WASHINGTON, DC 20013	NONE 501(C)(3)	CONTRIBUTION	10,000.
THE WILKINSON CENTER 3402 N BUCKNER BLVD DALLAS, TX 75228	NONE	CONTRIBUTION	25,000.
JEWISH FEDERATION OF TEXAS 100 SOUTH HOUSTON STREET DALLAS, TX 75202	NONE	CONTRIBUTION	30,000
VILLANOVA UNIVERSITY 800 E. LANCASTER AVE VILLANOVA, PA 19085	NONE	CONTRIBUTION	51,000.
WOODROW WILSON 5 VAUGHN DRIVE, SUITE 300 PRINCETON, NJ 08540	NONE	CONTRIBUTION	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY P.O. BOX 22718 OKLAHOMA CITY, OK 73123	NONE 501 (C) (3)	CONTRIBUTION	500.
THE PENNSYLVANIA GAZETTE 3910 CHESTNUT, THIRD FLOOR PHILADELPHIA, PA 19104	NONE	CONTRIBUTION	100.
CAPITAL AREA FOOD BANK 6833 HILL PARK DRIVE LORTON, VA 22079	NONE 501 (C) (3)	CONTRIBUTION	5,000
SANTA FE OPERA P.O. BOX 2408 SANTA FE, NM 87504	NONE 509 (A) (1)	CONTRIBUTION	10,000.
ASPEN SANTA FE BALLET 0245 SAGE WAY ASPEN, CO 81611	NONE 501 (C) (3)	CONTRIBUTION	500
TOTAL CONTRIBUTIONS PAID			<u>2,206,284.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
PASS-THROUGH FROM PARTNERSHIP INVESTMENTS	310000	56,523.			
TOTALS		<u>56,523.</u>			

FEDERAL FOOTNOTES

PART VII-B, LINE 1 AND LINE 3B

IN 2010, THE FOUNDATION REPORTED CERTAIN PRIOR-YEAR INVESTMENTS INADVERTENTLY VIOLATING THE SELF-DEALING RULES ON ITS 2009 FORM 4720, WHICH IS CURRENTLY BEING EXAMINED BY THE IRS. MOST OF THESE INVESTMENTS/VIOLATIONS HAVE BEEN CORRECTED, AND THE FOUNDATION IS WORKING WITH THE IRS TO DETERMINE HOW BEST TO CORRECT THE REMAINING INVESTMENTS.