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Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 07-01-2012, and ending 06-30-2013

Name of foundation: JHSI INC. Employer identification number: 31-0536670. Telephone number: (513) 214-1200. City: BLUE ASH, OH 45242. Accounting method: Accrual. Fair market value: \$ 248,019,083.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	1,362,722	967,738	967,738	
	2 Savings and temporary cash investments	16,074,575	5,989,663	5,989,663	
	3 Accounts receivable ▶ <u>3,199</u>				
	Less allowance for doubtful accounts ▶ _____	2,566,061	3,199	3,199	
	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) ▶ <u>10,164,723</u>				
	Less allowance for doubtful accounts ▶ _____	15,254,553	10,164,723	10,164,723	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	79,293	38,198	38,198	
	10a Investments—U S and state government obligations (attach schedule)	2,995,954 <input checked="" type="checkbox"/>	4,627,394	4,483,381	
	b Investments—corporate stock (attach schedule)	114,370,186 <input checked="" type="checkbox"/>	120,260,166	143,887,783	
	c Investments—corporate bonds (attach schedule)	39,819,255 <input checked="" type="checkbox"/>	41,131,548	40,906,154	
	11 Investments—land, buildings, and equipment basis ▶ _____				
Less accumulated depreciation (attach schedule) ▶ _____					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)	15,000,000 <input checked="" type="checkbox"/>	27,916,921	30,300,946		
14 Land, buildings, and equipment basis ▶ <u>11,359,398</u>					
Less accumulated depreciation (attach schedule) ▶ <u>106,350</u>	4,029,722 <input checked="" type="checkbox"/>	11,253,048	11,253,048		
15 Other assets (describe ▶ _____)	<input checked="" type="checkbox"/> 3,824,791 <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> 24,250 <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> 24,250		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	215,377,112	222,376,848	248,019,083		
Liabilities	17 Accounts payable and accrued expenses	2,679,308	972,902		
	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 ▶ _____)	<input checked="" type="checkbox"/> 34,063 <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> 0		
23 Total liabilities (add lines 17 through 22)	2,713,371	972,902			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	212,663,741	221,403,946		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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					
30 Total net assets or fund balances (see page 17 of the instructions)	212,663,741	221,403,946			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	215,377,112	222,376,848			

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	212,663,741
2	Enter amount from Part I, line 27a	2	8,469,610
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	270,601
4	Add lines 1, 2, and 3	4	221,403,952
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	6
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	221,403,946

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)
1 a PNC BANK ST			
b PNC BANK LT			
c VANGUARD TIPS CAP GAIN DISTRIBUTION			
d JP MORGAN CAP GAIN DISTRIBUTIONS			
e OTHER CAP GAIN DISTRIBUTIONS			

(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 8,964,172		8,961,462	2,710
b 4,748,980		4,700,571	48,409
c 52,550			52,550
d 14,868			14,868
e 54,175			54,175

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,710
b			48,409
c			52,550
d			14,868
e			54,175

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	172,712
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 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))
2011	11,367,153	217,055,652	0 05237
2010	48,881	228,531,832	0 000214
2009			
2008			
2007			

2 Total of line 1, column (d).	2	0 052584
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 026292
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	231,579,584
5 Multiply line 4 by line 3.	5	6,088,690
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	100,698
7 Add lines 5 and 6.	7	6,189,388
8 Enter qualifying distributions from Part XII, line 4.	8	10,809,218

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	100,698
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	100,698
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	100,698
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	139,614
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	139,614
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	38,916
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ 38,916 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d 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? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH _____		
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? <i>If "No," attach explanation</i>		No
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) <input checked="" type="checkbox"/>	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.THEJEWISHFOUNDATION.ORG	13	Yes	
14	The books are in care of BETH MCKINNEY Telephone no (513) 214-1204 Located at 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH OH ZIP+4 45242			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2012, 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?	16		No

See 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
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 2012?	1c	No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20__ , 20__ , 20__ , 20__		
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 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 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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 2012?	4b	No

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 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 instructions)? 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? 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? 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 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
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see 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
ERIC DAUER 4555 LAKE FOREST DRIVE BLUE ASH, OH 45242	DIRECTOR OF OPS 30 0	78,000	7,767	
BETH MCKINNEY 4555 LAKE FOREST DRIVE BLUE ASH, OH 45242	DIRECTOR OF FINANCE 20 0	52,952	5,644	0

Total number of other employees paid over \$50,000.

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 instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MAZURSKY CONSTANTINE LLC 999 PEACHTREE ST NE ATLANTA, GA 30309	0	301,792
DELOITTE TAX LLP 4022 SELLS DRIVE HERMITAGE, TN 37076	0	68,067

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

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 SENIOR SERVICES SEMINAR	14,326
2 	
3 	
4 	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 	
2 	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	213,299,571
b	Average of monthly cash balances.	1b	1,062,290
c	Fair market value of all other assets (see instructions).	1c	20,744,316
d	Total (add lines 1a, b, and c).	1d	235,106,177
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	235,106,177
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,526,593
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	231,579,584
6	Minimum investment return. Enter 5% of line 5.	6	11,578,979

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

1	Minimum investment return from Part X, line 6.	1	11,578,979
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	100,698
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	100,698
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	11,478,281
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	11,478,281
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	11,478,281

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	10,250,106
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	559,112
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	10,809,218
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 instructions).	5	100,698
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,708,520

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				11,478,281
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			10,670,489	
b Total for prior years 2010, 2009, 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>10,809,218</u>				
a Applied to 2011, but not more than line 2a			10,670,489	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				138,729
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				11,339,552
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.				
e Excess from 2012.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
 BRIAN JAFFEE
 4555 LAKE FOREST DRIVE SUITE 645
 BLUE ASH, OH 45242
 (513) 214-1200

b The form in which applications should be submitted and information and materials they should include
 DESCRIPTION OF ORGANIZATION, MISSION STATEMENT, PROOF OF TAX EXEMPTION, STATEMENT CONCERNING PURPOSE AND USE OF GRANT

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
 CHARITABLE ORGANIZATIONS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				9,718,717

b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				13,527,410

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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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 Table with 3 columns: (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 Title

Paid Preparer Use Only Print/Type preparer's name Aaron Hershberger Preparer's Signature Aaron Hershberger Date 2014-05-13 Check if self-employed PTIN Firm's name BKD LLP Firm's address 312 WALNUT STREET SUITE 3000 CINCINNATI, OH 45202 Firm's EIN Phone no (513) 621-8300

May the IRS discuss this return with the preparer shown below (see instr)? Yes No

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GARY HEIMAN 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	VICE CHAIRPERSON 5 0	0	0	0
MICHAEL R OESTREICHER 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	PRESIDENT 10 0	0	0	0
ROBERT KANTER 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	CHAIRPERSON 5 0	0	0	0
JEFFREY ZIPKIN MD 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	SECRETARY 5 0	0	0	0
J DAVID ROSENBERG 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TRUSTEE 5 0	0	0	0
BETH GUTTMAN 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TRUSTEE 5 0	0	0	0
GLORIA HAFFER 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TREASURER 5 0	0	0	0
LESLIE NEWMAN 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TRUSTEE 5 0	0	0	0
MICHAEL FISHER 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TRUSTEE 5 0	0	0	0
ROBERT BRANT 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	TRUSTEE 5 0	0	0	0
BRIAN JAFFEE 4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	EXECUTIVE DIRECTOR 40 0	139,500	13,418	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP LIVINGSTON 8485 RIDGE RD CINCINNATI, OH 45236		501(C)(3)	CAPITAL NEEDS AND SCHOLARSHIP PROGRAM	617,422
CEDAR VILLAGE 5467 CEDAR VILLAGE DRIVE MASON, OH 45040		501(C)(3)	SENIOR SERVICES	633,333
CENTER FOR HOLOCAUST AND HUMANITY EDUCATION 8401 MONTGOMERY ROAD CINCINNATI, OH 45236		501(C)(3)	RESCUE IN THE PHILIPPINES EDUCATIONAL RESOURCES	55,000
CINCINNATI HEBREW DAY SCHOOL 2222 LOSANTIVILLE AVENUE CINCINNATI, OH 45237		501(C)(3)	CAPITAL NEEDS AND STAFF ENHANCEMENT	258,027
CINCINNATI USA REGIONAL CHAMBER FOUNDATION 441 VINE ST 300 CINCINNATI, OH 45202		501(C)(3)	CINCINNATI/ISRAEL ECONOMIC DEVELOPMENT PARTNERSHIP	66,608
HEBREW UNION COLLEGE- JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI, OH 45220		501(C)(3)	KLAU LIBRARY	750,000
HEBREW UNION COLLEGE- JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI, OH 45220		501(C)(3)	JEWISH FOUNDATION RABBINIC FELLOWS PROGRAM & OFFICE OF RECRUITMENT/COMMUNITY ENGAGEMENT	925,265
JEWISH CEMETERIES OF GREATER CINCINNATI INC 3400 MONTGOMERY ROAD CINCINNATI, OH 45207		501(C)(3)	OPERATING SUPPORT	375,000
JEWISH FAMILY SERVICES 8487 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	BARBASH FAMILY VITAL SUPPORT CENTER	1,322,556
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	PHILANTHROPIC FUND	1,500,000
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	2012 ANNUAL CAMPAIGN MATCH	611,770
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	SHALIACH & CHAVERIM M'YISRAEL	147,736
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	FUNDRAISING CAPACITY BUILDING INITIATIVE	318,500
JEWISH FEDERATION OF CINCINNATI 8499 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	ISRAEL @ 65 INITIATIVE	10,000
JEWISH HOSPITAL 4600 MCAULEY PLACE SUITE 150 CINCINNATI, OH 45242		501(C)(3)	MEDICAL EDUCATION GRANTS	300,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MAYERSON JCC 8485 RIDGE ROAD CINCINNATI, OH 45236		501(C)(3)	WOLF CENTER FEATURED ARTIST SERIES	90,000
ROCKWERN ACADEMY 8401 MONTGOMERY RD CINCINNATI, OH 45236		501(C)(3)	SCHOLARSHIP PROGRAM AND OPERATIONS	1,473,000
SCHOOL FOR CREATIVE & PERFORMING ARTS 108 W CENTRAL PKWY CINCINNATI, OH 45202		501(C)(3)	EDUCATIONAL TRIP TO POLAND	12,500
THE WEXNER FOUNDATION 8000 WALTON PARKWAY SUITE 110 NEW ALBANY, OH 43054		501(C)(3)	WEXNER HERITAGE LEADERSHIP PROGRAM	175,000
XAVIER UNIVERSITY 3800 VICTORY PKWY CINCINNATI, OH 45207		501(C)(3)	BUSINESS COURSES IN ISRAEL	77,000
Total				9,718,717

3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
b <i>Approved for future payment</i>				
CAMP LIVINGSTON8485 RIDGE RD CINCINNATI,OH 45236		501(C)(3)	CAPITAL NEEDS & SCHOLARSHIP PROGRAM	68,000
CEDAR VILLAGE5467 CEDAR VILLAGE DRIVE MASON,OH 45040		501(C)(3)	SENIOR SERVICES	1,333,334
CINCINNATI HEBREW DAY SCHOOL2222 LOSANTIVILLE AVENUE CINCINNATI,OH 45237		501(C)(3)	CAPITAL NEEDS AND STAFF ENHANCEMENT	374,773
CINCINNATI USA REGIONAL CHAMBER FOUNDATION441 VINE ST 300 CINCINNATI,OH 45202		501(C)(3)	CINCINNATI/ISRAEL ECONOMIC DEVELOPMENT PARTNERSHIP	83,392
HEBREW UNION COLLEGE-JEWISH INSTITUTE OF RELIGION3101 CLIFTON AVENUE CINCINNATI,OH 45220		501(C)(3)	JEWISH FOUNDATION RABBINIC FELLOWS PROGRAM & OFFICE OF RECRUITMENT/COMMUNITY ENGAGEMENT	4,155,294
JEWISH FAMILY SERVICES8487 RIDGE ROAD CINCINNATI,OH 45236		501(C)(3)	BARBASH FAMILY VITAL SUPPORT CENTER	1,919,444
JEWISH FEDERATION OF CINCINNATI8499 RIDGE ROAD CINCINNATI,OH 45236		501(C)(3)	FUNDRAISING CAPACITY BUILDING INITIATIVE	1,770,500
ROCKWERN ACADEMY8401 MONTGOMERY ROAD CINCINNATI,OH 45236		501(C)(3)	SCHOLARSHIP PROGRAM AND OPERATIONS	1,769,000
THE WEXNER FOUNDATION8000 WALTON PARKWAY SUITE 110 NEW ALBANY,OH 43054		501(C)(3)	WEXNER HERITAGE LEADERSHIP PROGRAM	175,000
CINCINNATI HEBREW DAY SCHOOL2222 LOSANTIVILLE AVENUE CINCINNATI,OH 45237		501(C)(3)	CLASSROOM RENOVATION	353,673
JEWISH FEDERATION OF CINCINNATI8499 RIDGE ROAD CINCINNATI,OH 45236		501(C)(3)	COMMUNITY SECURITY	1,525,000
Total				13,527,410

TY 2012 Accounting Fees Schedule

Name: JHSI INC

EIN: 31-0536670

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	95,400	41,592		37,206

TY 2012 Contractor Compensation Explanation**Name:** JHSI INC**EIN:** 31-0536670

Contractor	Explanation
MAZURSKY CONSTANTINE LLC	LEGAL SERVICES
DELOITTE TAX LLP	TAX SERVICES

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: JHSI INC

EIN: 31-0536670

TY 2012 Explanation of Non-Filing with Attorney General Statement

Name: JHSI INC

EIN: 31-0536670

Statement: THE STATE OF OHIO DOES NOT REQUIRE A COPY OF THE FORM 990-PF TO BE FILED WITH THE STATE. IN LIEU OF THE FEDERAL FORM, A VERIFICATION OF FILING WITH THE INTERNAL REVENUE SERVICE IS REQUIRED TO BE COMPLETED AND FILED WITH THE STATE OF OHIO ATTORNEY GENERAL. A COPY OF THE REQUIRED OHIO FORM HAS BEEN FILED.

**TY 2012 Investments Corporate
Bonds Schedule****Name:** JHSI INC**EIN:** 31-0536670

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD - BOND MARKET INDEX	7,850,954	7,939,566
JP MORGAN CORE BOND	22,978,258	22,873,426
PNC INVESTMENT	10,302,336	10,093,162

**TY 2012 Investments Corporate
Stock Schedule**

Name: JHSI INC

EIN: 31-0536670

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD - FTSE ALL WORLD	18,154,393	18,840,312
VANGUARD - STOCK MARKET INDEX	55,615,833	70,961,963
VANGUARD - INDEX	20,480,076	26,255,936
VANGUARD -INTERNATIONAL GROWTH	12,902,029	13,791,298
VANGUARD - INTERNATIONAL VALUE	13,107,835	14,038,274

**TY 2012 Investments Government
Obligations Schedule**

Name: JHSI INC

EIN: 31-0536670

**US Government Securities - End of
Year Book Value:** 4,627,394

**US Government Securities - End of
Year Fair Market Value:** 4,483,381

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Investments - Other Schedule**Name:** JHSI INC**EIN:** 31-0536670

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GROSVENOR INTERNAT PARTNERS		14,500,000	16,055,489
AEW CORE PROPERTY		6,774,585	7,092,108
HEITMAN REAL ESTATE TRUST		6,642,336	7,153,349

TY 2012 Land, Etc. Schedule

Name: JHSI INC

EIN: 31-0536670

TY 2012 Legal Fees Schedule

Name: JHSI INC

EIN: 31-0536670

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	275,964	21,997		2,352

TY 2012 Other Assets Schedule

Name: JHSI INC

EIN: 31-0536670

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
JHAA PARTNERSHIP INTEREST	3,824,791	0	0
DEPOSITS	0	1,000	1,000
DUE FROM THE JEWISH FOUNDATION	0	23,250	23,250

TY 2012 Other Decreases Schedule

Name: JHSI INC

EIN: 31-0536670

Description	Amount
ROUNDING	6

TY 2012 Other Expenses Schedule

Name: JHSI INC

EIN: 31-0536670

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PUBLIC RELATIONS & ADVERTISING	43,917			43,916
INSURANCE	19,817	923		16,195
PROGRAMMING	54,999			52,768
HOSPITAL SALE CONTINGENCIES	463,431			
OTHER ADMINISTRATIVE EXPENSES	30,117	19,718		9,696

TY 2012 Other Income Schedule**Name:** JHSI INC**EIN:** 31-0536670

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GAIN ON SWAP OF PROPERTY	4,218,241	4,218,241	
HOSPITAL SALE CONTINGENCIES	9,583,736		
CHANGE IN INTEREST OF JHHA LLC	-16,349		

TY 2012 Other Increases Schedule

Name: JHSI INC

EIN: 31-0536670

Description	Amount
TRANSFER OF PROPERTY FROM TJF	270,601

TY 2012 Other Liabilities Schedule

Name: JHSI INC

EIN: 31-0536670

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO THE JEWISH FOUNDATION OF CINCINNATI	34,063	0

TY 2012 Other Professional Fees Schedule

Name: JHSI INC

EIN: 31-0536670

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	165,629	165,395		210

TY 2012 Taxes Schedule

Name: JHSI INC

EIN: 31-0536670

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	195,768	93,568		

TY 2012

TransfersFrmControlledEntities

Name: JHSI INC

EIN: 31-0536670

Name	US / Foreign Address	EIN	Description	Amount
JHCI INC	4555 LAKE FOREST DRIVE SUITE 645 BLUE ASH, OH 45242	31-1050609	N/A	0
Total				