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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE CYNTHIA L. &amp; WILLIAM E. SIMON, JR FOUNDATION</b>		A Employer identification number <b>13-3799555</b>
Number and street (or P O box number if mail is not delivered to street address) <b>310 SOUTH STREET P.O. BOX 1913</b>	Room/suite	B Telephone number <b>973-898-0290</b>
City or town, state or province, country, and ZIP or foreign postal code <b>MORRISTOWN, NJ 07962-1913</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>65,131.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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		565,250.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		11.	11.		Statement 1
4 Dividends and interest from securities		399.	399.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		76.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			76.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		565,736.	486.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees Stmt 3		2,500.	2,500.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 4		647.	500.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		3,147.	3,000.		0.
25 Contributions, gifts, grants paid		536,650.			536,650.
26 Total expenses and disbursements. Add lines 24 and 25		539,797.	3,000.		536,650.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		25,939.			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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**THE CYNTHIA L. & WILLIAM E. SIMON, JR  
FOUNDATION**

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<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	17,929.	43,708.	43,708.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 6	16,889.	17,049.	21,423.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	34,818.	60,757.	65,131.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	34,818.	60,757.	Statement 5
	30 <b>Total net assets or fund balances</b>	34,818.	60,757.	
	31 <b>Total liabilities and net assets/fund balances</b>	34,818.	60,757.	

**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	34,818.
2 Enter amount from Part I, line 27a	2	25,939.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	60,757.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	60,757.

**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.)
<b>1a Capital Gains Dividends</b>				
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 76.			76.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a			76.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		2		76.
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). If (loss), enter -0- in Part I, line 8		3		N/A

**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 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))
2012	556,456.	52,773.	10.544331
2011	600,690.	30,827.	19.485840
2010	197,736.	27,392.	7.218750
2009	220,374.	26,056.	8.457706
2008	395,364.	252,534.	1.565587
2 Total of line 1, column (d)			2 47.272214
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 9.454443
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 38,776.
5 Multiply line 4 by line 3			5 366,605.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.
7 Add lines 5 and 6			7 366,605.
8 Enter qualifying distributions from Part XII, line 4			8 536,650.

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.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	0.
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	0.
3	Add lines 1 and 2	3	0.
4	Subtle 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	0.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	500.
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	500.
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	500.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 500. Refunded <input checked="" type="checkbox"/> 0.	11	0.

**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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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
4a 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?		N/A
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? 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 instructions)	11		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WILLIAM E. SIMON & SONS, LLC Telephone no. ► 973-898-0290 Located at ► 310 SOUTH STREET, MORRISTOWN, NJ ZIP+4 ► 07962-1913			
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 N/A			
16	At any time during calendar year 2013, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

**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 type="checkbox"/> Yes <input checked="" 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2013?		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)? ☐ 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)?

N/A  
☒

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?

N/A ☐ 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?

N/A

**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.

(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
WILLIAM E. SIMON, JR. 11100 SANTA MONICA BLVD, STE 1910 LOS ANGELES, CA 90025	TRUSTEE	0.00	0.	0.
CYNTHIA L. SIMON 11100 SANTA MONICA BLVD, STE 1910 LOS ANGELES, CA 90025	PRESIDENT/TRUSTEE	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
NONE				

Total number of other employees paid over \$50,000 0

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

## Expenses

Amount**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	20,327.
b	Average of monthly cash balances	1b	19,039.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	39,366.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	39,366.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	590.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,776.
6	Minimum investment return. Enter 5% of line 5	6	1,939.

**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	1,939.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,939.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,939.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,939.

**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	536,650.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	536,650.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	536,650.

**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.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,939.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	382,737.			
b From 2009	219,071.			
c From 2010	196,366.			
d From 2011	599,149.			
e From 2012	553,817.			
f Total of lines 3a through e	1,951,140.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	536,650.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,939.
e Remaining amount distributed out of corpus	534,711.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,485,851.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	382,737.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,103,114.			
10 Analysis of line 9:				
a Excess from 2009	219,071.			
b Excess from 2010	196,366.			
c Excess from 2011	599,149.			
d Excess from 2012	553,817.			
e Excess from 2013	534,711.			

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a 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 foundation 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).)

**See Statement 7**

- 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.

**None**

- 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 address of the person to whom applications should be addressed:

**See Statement 8**

- b The form in which applications should be submitted and information and materials they should include:  
c Any submission deadlines:  
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

THE CYNTHIA L. & WILLIAM E. SIMON, JR  
FOUNDATION

Form 990-PF (2013)

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**Part XV** Supplementary Information (continued)

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>a Paid during the year</b>				
SEE STATEMENT 9				536,650.
<b>Total</b>			▶ 3a	536,650.
<b>b Approved for future payment</b>				
None				
<b>Total</b>			▶ 3b	0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)



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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

THE CYNTHIA L. & WILLIAM E. SIMON, JR  
FOUNDATION

Employer identification number

13-3799555

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)( ) (enter number) organization

☐

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

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

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

☐

501(c)(3) taxable private foundation

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

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

**General Rule**

☒

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

**Special Rules**

☐

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

☐

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

☐

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization  
**THE CYNTHIA L. & WILLIAM E. SIMON, JR  
 FOUNDATION**

Employer identification number

**13-3799555****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>WILLIAM E. SIMON, JR.</b> <b>11100 SANTA MONICA BLVD, STE 1910</b> <b>LOS ANGELES, CA 90025</b>	\$ <b>560,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<b>2</b>	<b>CYNTHIA L. SIMON</b> <b>11100 SANTA MONICA BLVD, STE 1910</b> <b>LOS ANGELES, CA 90025</b>	\$ <b>5,250.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Name of organization

THE CYNTHIA L. & WILLIAM E. SIMON, JR  
FOUNDATION

Employer identification number

13-3799555

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

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

Name of organization <b>THE CYNTHIA L. &amp; WILLIAM E. SIMON, JR FOUNDATION</b>	Employer identification number <b>13-3799555</b>
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**Part III**

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

Use duplicate copies of Part III if additional space is needed

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

## Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
BANK OF AMERICA, N.A.	11.	11.	
Total to Part I, line 3	11.	11.	

## Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BANK OF AMERICA, N.A.	314.	76.	238.	238.	
VANGUARD 500 INDEX FUND	161.	0.	161.	161.	
To Part I, line 4	475.	76.	399.	399.	

## Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	2,500.	2,500.		0.
To Form 990-PF, Pg 1, ln 16c	2,500.	2,500.		0.

Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
BANK SERVICE CHARGES	500.	500.		0.	
MISCELLANEOUS	147.	0.		0.	
To Form 990-PF, Pg 1, ln 23	647.	500.		0.	

Form 990-PF	Other Funds		Statement	5
Description	(A) Beginning of Year	(B) End of Year		
Endowment Fund	34,818.	60,757.		
Total to Form 990-PF, Part II, line 29	34,818.	60,757.		

Form 990-PF	Other Investments		Statement	6
Description	Valuation Method	Book Value	Fair Market Value	
VANGUARD GROUP	COST	4,941.	9,388.	
MUTUAL FUNDS	COST	12,108.	12,035.	
Total to Form 990-PF, Part II, line 13		17,049.	21,423.	

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	7
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## Name of Manager

WILLIAM E. SIMON, JR.  
CYNTHIA L. SIMON

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Form 990-PF	Grant Application Submission Information Part XV, Lines 2a through 2d	Statement	8
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Name and Address of Person to Whom Applications Should be Submitted

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WILLIAM E. SIMON, JR. C/O WILLIAM E. SIMON & SONS  
11100 SANTA MONICA BLVD, STE 1910  
LOS ANGELES, CA 90025

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Form and Content of Applications

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THE APPLICATION SHOULD BE IN FORM OF A LETTER WITH A COPY OF THE IRS  
DETERMINATION LETTER AND AUDITED FINANCIAL STATEMENTS, IF AVAILABLE

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Any Submission Deadlines

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NONE

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Restrictions and Limitations on Awards

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NONE

**Cynthia L. & William E. Simon Jr. Foundation**  
**E.I.N. 13-3799555**  
**Charitable Contributions**  
**2013**

Name	Purpose of Contribution	Amount
Amor Ministries 1664 Precision Park Lane San Diego, CA 92173	Social Welfare	100.00
Beyond the Walls PO Box 525 Mendham, NJ 07945	Social Welfare	200.00
Blessed Sacrament Church 6657 Sunset Blvd Hollywood, CA 90028	Religion	250.00
Broadway Gymnastics Foundation 5433 Beethoven Street Los Angeles, CA 90066	Athletics	100.00
Broadway Gymnastics Foundation 5433 Beethoven Street Los Angeles, CA 90066	Athletics	100.00
Catholic Education Foundation 3424 Wilshire Blvd, 3rd Floor Los Angeles, CA 90010	Education	2,500.00
Catholic Extension 655 N. Central Avenue, Suite 1700 Glendale, CA 91203	Religion	1,000.00
Chaminade University 3140 Waialae Avenue Honolulu, HI 96816	Education	500.00
Chapel Haven West 1701 N. Park Avenue Tucson, Arizona 85719	Social Welfare	500.00
Chapel Haven West 1701 N. Park Avenue Tucson, Arizona 85719	Social Welfare	500.00

**Cynthia L. & William E. Simon Jr. Foundation**  
**E.I.N. 13-3799555**  
**Charitable Contributions**  
**2013**

Name	Purpose of Contribution	Amount
Children's Surgery International 825 Nicollet Mall Minneapolis, MN 55402	Healthcare	500.00
Chrysalis 522 S. Main St Los Angeles, CA 90013	Social Welfare	1,000.00
Clare Foundation Inc. 909 Pico Blvd. Santa Monica, CA 90405	Social Welfare	1,000.00
Clare Foundation Inc. 909 Pico Blvd. Santa Monica, CA 90405	Social Welfare	2,500.00
Dollies Making A Difference c/o Cindy Simon 440 Toyopa Drive Pacific Palisades, CA 90272	Social Welfare	1,000.00
Freedom Institute 515 Madison Avenue New York, NY 10022	Social Welfare	1,000.00
Generation Life 590 Snyder Avenue West Chester, PA 193	Social Welfare	1,000.00
Glennwood Housing Foundation Inc. 9070 Irvine Center Drive, Suite 280 Irvine, CA 92618	Social Welfare	1,000.00
Haiku School PTA 105 Pauwela Road Haiku, HI 96708	Education	500.00
Hearts with Hope Foundation aka: Corazones Con Esperanza Fdn. 10008 National Blvd Los Angeles, CA 90034	Social Welfare	1,000.00

**Cynthia L. & William E. Simon Jr. Foundation****E.I.N. 13-3799555****Charitable Contributions****2013**

<b>Name</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Indiana University Foundation 340 W. Michigan Street Indianapolis, IN 46202	Education	400,000.00
International Medical Corps 1919 Santa Monica Blvd., Suite 400 Santa Monica, CA 90404	Healthcare	2,000.00
Jewish World Watch 5551 Balboa Encino, CA 91316	Religion	250.00
Kappa Kappa Gamma Foundation 530 East Town Street Columbus, OH 43216	Social Welfare	1,000.00
LA's Best 711 East 14th Place Los Angeles, CA 90021	Social Welfare	1,000.00
LA Goal 4911 Overland Avenue Culver City, CA 90230	Social Welfare	1,000.00
Lamp Community (Lamp Inc.) 526 San Pedro Street Los Angeles, CA 90013	Social Welfare	1,000.00
Las Madrinass Dept. 6778 Los Angeles, CA 90084-6778	Healthcare	1,000.00
Lighthouse Church Medical Missions aka Four Square Church 2216 Santa Monica Blvd. #204 Santa Monica, CA 90404	Healthcare	1,000.00
Massachusetts Museum of Contemporary Art 1040 MASS Moca Way North Adams, MA 01247	Arts & Culture	250.00



**Cynthia L. & William E. Simon Jr. Foundation**  
**E.I.N. 13-3799555**  
**Charitable Contributions**  
**2013**

<b>Name</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Maui Arts & Cultural Center 1 Cameron Way Kahului, HI 96732	Arts & Culture	650.00
Midnight Mission 601 S. San Pedro Street Los Angeles, CA 90014	Social Welfare	250.00
Muscular Dystrophy Association 3300 E. Sunrise Drive Tuscan, AZ 85718	Healthcare	4,000.00
Mychal's Learning Place 4901 W. Rosecrans Avenue Hawthorne, CA 90250	Social Welfare	500.00
National Multiple Sclerosis Society 101A First Avenue, Suite 6 Waltham, MA 02451	Healthcare	5,200.00
National Tax Limitation Foundation 1700 Eureka Road, Suite 150A Roseville, CA 95661	Social Welfare	250.00
Nativity School 944 W. 56th Street Los Angeles, CA 90037	Education	1,500.00
New England Amateur Skating Foundation PO BOX 6881 Providence, RI 02940-6882	Athletics	250.00
Order of Malta - Western Association 465 California St., Ste. 818 San Francisco, CA 94104-1820	Religion	1,650.00
Painted Turtle 1300 4th Street, Ste. 300 Santa Monica, CA 90401	Social Welfare	2,500.00

**Cynthia L. & William E. Simon Jr. Foundation**  
**E.I.N. 13-3799555**  
**Charitable Contributions**  
**2013**

<b>Name</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Palisades Americanism Parade Association P.O. Box 1776 Pacific Palisades, CA 90272	Arts & Culture	250.00
Palisades - Malibu YMCA 821 Via de la Paz Pacific Palisades, CA 90272	Social Welfare	70,000.00
Phase One 256 26th Street, Suite 201 Santa Monica, CA 90402	Healthcare	10,000.00
Phase One 256 26th Street, Suite 201 Santa Monica, CA 90402	Healthcare	500.00
Provincetown Community Compact PO Box 819 Provincetown, MA 02657	Social Welfare	250.00
Riley Hospital for Children 702 Barnhill Drive Indianapolis, IN 46202	Healthcare	100.00
Riverbend Cancer Services Cancer Society of St. Joseph County 919 East Jefferson Boulevard Suite 401 South Bend, IN	Healthcare	250.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	2,500.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	1,000.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	5,000.00

**Cynthia L. & William E. Simon Jr. Foundation**  
**E.I.N. 13-3799555**  
**Charitable Contributions**  
**2013**

<b>Name</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Ryman Arts 315 West Ninth Street, Suite 806 Los Angeles, CA 90015-4202	Arts & Culture	250.00
Saint Monica Parish Community 725 California Avenue Santa Monica, CA 90403	Religion	200.00
Save a Child's Heart 10050 Chapel Road, Suite 18 Potomac, MD 20854-4141	Healthcare	100.00
Sisters of St. Louis League Pacific Palisades, CA 90272	Religion	250.00
Special Needs Network, Inc. 3530 Wilshire Blvd, Suite 1670 Los Angeles, CA 90010	Social Welfare	1,000.00
UCLA Foundation 757 Westwood Plaza, Suite 1320 Los Angeles, CA 90095	Education	250.00

**Cynthia L. & William E. Simon Jr. Foundation**

**E.I.N. 13-3799555**

**Charitable Contributions**

**2013**

<b>Name</b>	<b>Purpose of Contribution</b>	<b>Amount</b>
Union Rescue Mission 545 S. San Pedro Street Los Angeles, CA 90013	Social Welfare	500.00
Wellfleet Preservation Hall PO Box 3024 Wellfleet, MA 02667	Social Welfare	1,000.00
Westside Guild Children's Hospital of LA PO Box 49602 Los Angeles, CA 90049	Healthcare	1,000.00
Wounded Heroes of America 14147 Hawthorne Blvd Hawthorne, CA 90250	Social Welfare	500.00
Wounded Heroes of America 14147 Hawthorne Blvd Hawthorne, CA 90250	Social Welfare	250.00
		<hr/> 536,650.00