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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. By law, the IRS cannot redact the information on the form.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
HIRSCH FAMILY FOUNDATION

% MIKE NICOLAIS

Number and street (or P O box number if mail is not delivered to street address)
300 Crescent Court Suite 550
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
DALLAS, TX 75201

A Employer identification number
20-1225862

B Telephone number (see instructions)
(214) 245-5000

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 ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☑ Address change ☐ Name change

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)*▶$ 32,828,232

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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 instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	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	821	821		
	4	Dividends and interest from securities.	1,097,692	1,097,692		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	12,230,259			
	b	Gross sales price for all assets on line 6a 18,703,106				
	7	Capital gain net income (from Part IV, line 2) . . .		12,230,259		
	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)	31,934	31,934		
	12	**Total.** Add lines 1 through 11	13,360,706	13,360,706		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	106,000			106,000
	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	43,966	43,966		
	18	Taxes (attach schedule) (see instructions)	12,948	1,212		
	19	Depreciation (attach schedule) and depletion . . .	330	330		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	183,635	180,973		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	346,879	226,481		106,000
	25	Contributions, gifts, grants paid	3,169,783			3,169,783
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,516,662	226,481		3,275,783
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	9,844,044			
	b	**Net investment income** (if negative, enter -0-)		13,134,225		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,971,959	3,781,708	3,781,708
	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 (attach schedule) (see 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			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	16,947,780	24,686,996	29,046,524
	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 I)	20,919,739	28,468,704	32,828,232
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 ▶)	0		
	23 **Total liabilities** (add lines 17 through 22)	0	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	20,919,739	28,468,704	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	20,919,739	28,468,704	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	20,919,739	28,468,704	

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	20,919,739
2	Enter amount from Part I, line 27a	2	9,844,044
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	30,763,783
5	Decreases not included in line 2 (itemize) ▶	5	2,295,079
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	28,468,704

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	12,230,259
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))
2012	2,548,730	31,440,363	0 081066
2011	2,388,000	28,101,449	0 084978
2010	2,187,700	25,863,642	0 084586
2009	2,032,352	20,521,485	0 099035
2008	2,157,759	17,024,919	0 126741

2	**Total** of line 1, column (d).	2	0 476406
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 095281
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	32,154,716
5	Multiply line 4 by line 3.	5	3,063,733
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	131,342
7	Add lines 5 and 6.	7	3,195,075
8	Enter qualifying distributions from Part XII, line 4.	8	3,275,783

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 ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b			1	131,342
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	131,342
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	131,342
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	134,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	134,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	313
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	2,345
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,345 **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?	1a		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)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	Yes	
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.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see 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*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		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).	11		No
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?	13	Yes	

Website address ▶

14 The books are in care of ▶MIKE NICOLAIS Telephone no ▶(214) 245-5000

Located at ▶300 CRESCENT COURT SUITE 550 DALLAS TX ZIP+4 ▶75201

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 |

			Yes	No
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?	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?	☐ 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 20 of the instructions)?		1b		No
	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 2013?		1c	Yes	
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?	☐ Yes ☑ 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?	☑ Yes ☐ 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.)*		3b	Yes	
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 2013?		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)?	**5b**		
	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**		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**		

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
LAURENCE HIRSCH 300 Crescent Court Suite 550 DALLAS, TX 75201	DIRECTOR 2 0	0		
SUSAN HIRSCH 300 Crescent Court Suite 550 DALLAS, TX 75201	DIRECTOR 2 0	0		
DARIA LEE HIRSCH 300 Crescent Court Suite 550 DALLAS, TX 75201	DIRECTOR 10 0	106,000		
BRADFORD HIRSCH 300 Crescent Court Suite 550 DALLAS, TX 75201	DIRECTOR 2 0	0		

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

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
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 N/A	
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	
All other program-related investments See page 24 of the instructions **3**	
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	28,767,548
b	Average of monthly cash balances	1b	3,876,834
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	32,644,382
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	32,644,382
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	489,666
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,154,716
6	**Minimum investment return.** Enter 5% of line 5	6	1,607,736

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	1,607,736
2a	Tax on investment income for 2013 from Part VI, line 5	2a	131,342		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	131,342
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,476,394
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,476,394
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	1,476,394

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	3,275,783
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	3,275,783
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	131,342
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,144,441

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					1,476,394
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 2011 , 2010 , 2009			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	2,157,759				
b From 2009.	1,011,662				
c From 2010.	931,686				
d From 2011.	1,111,949				
e From 2012.	990,661				
f **Total** of lines 3a through e.		6,203,717			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 3,275,783					
a Applied to 2012, but not more than line 2a				0	
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 2013 distributable amount.					1,476,394
e Remaining amount distributed out of corpus		1,799,389			
5 Excess distributions carryover applied to 2013 *(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		8,003,106			
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.					
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 instructions				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) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		2,157,759			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		5,845,347			
10 Analysis of line 9					
a Excess from 2009. . . .	1,011,662				
b Excess from 2010. . . .	931,686				
c Excess from 2011. . . .	1,111,949				
d Excess from 2012. . . .	990,661				
e Excess from 2013. . . .	1,799,389				

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 2013, 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) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
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))

See Additional Data Table

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 address of the person to whom applications should be addressed

RACHEL GALLINI
300 Crescent Court Suite 550
DALLAS,TX 75201
(214) 245-5000

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

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

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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				3,169,783
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	357,572	
4 Dividends and interest from securities. . . .			14	740,941	
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	12,230,259	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a PASS-THROUGH FROM PARTNERSHIP INVESTMENTS	310000	29,505	15	2,198	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		29,505		13,331,201	

13 Total. Add line 12, columns (b), (d), and (e). 13 13,360,706

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

(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

(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

******	2014-11-14	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
STEVEN M ADAMS				P00746628

Firm's name	MONTGOMERY COSCIA GREILICH LLP	Firm's EIN
Firm's address	2500 DALLAS PARKWAY SUITE 300 PLANO, TX 75093	Phone no (214) 245-5000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
REGAN SW SECURITIES	P		
REGAN SW SECURITIES	P		
FORHEALTH TECHNOLOGIES	P	2006-07-24	2013-12-31
PIONEER SURGICAL	P	2011-01-01	2013-07-16
PCI	P	2011-01-01	2013-04-30
EAGLE HOSPITAL PHYSICIANS	P	2010-08-06	2013-07-16
FIDELITY 3586	P	2011-10-06	2013-09-03
FIDELITY 4515 -TOOTSIE ROLL	P	2013-04-08	2013-04-08
FIDELITY 4515			2013-06-10
REGAN SW SECURITIES RETURN OF CAPITAL			
HIGHLANDER PTRS HCF TAX LOSS		2010-01-01	2013-12-31
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,604,921		2,328,196	276,725
260,256		156,200	104,056
		250,000	-250,000
2,175,924		1,210,237	965,687
11,766,254		919,106	10,847,148
		475,000	-475,000
125,100		135,874	-10,774
4			4
175,938		157,788	18,150
651,509		651,509	
		188,937	-188,937
			1,160

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			276,725
			104,056
			-250,000
			965,687
			10,847,148
			-475,000
			-10,774
			4
			18,150
			-188,937

Form 990PF Part XV Line 1a - 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).

LAURENCE HIRSCH
SUSAN HIRSCH

Form 990PF Part XV Line 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 *Paid during the year*				
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST NE ATLANTA, GA 30309	NONE	PC	CREATES GREAT FUTURES FOR OUR NATION'S YOUNG PEOPLE	50,000
CENTER FOR EUROPEAN POLICY ANALYSIS 1225 19TH STREET NW SUITE 450 WASHINGTON, DC 20036	NONE	PC	FORUM FOR SCHOLARLY RESEARCH	650,000
COMMUNITIES IN SCHOOLS DALLAS REGION INC 8700 N STEMMONS FWY SUITE 125 DALLAS, TX 75247	NONE	PC	ACADEMIC SERVICES TO STRUGGLING SCHOOLCHILDREN	60,000
DALLAS CHILDREN'S ADVOCACY CENTER 3611 SWISS AVENUE DALLAS, TX 75204	NONE	PC	CHILD ABUSE VICTIMS IN DALLAS COUNTY	100,000
DALLAS HERITAGE VILLAGE AT OLD CITY PARK 1515 S HARWOOD DALLAS, TX 75215	NONE	PC	GONE TO TEXAS--SUPPORTS CHILDREN PARTICIPATING IN SCHOOL PROGRAMS	5,000
GEORGIA O'KEEFFE MUSEUM 217 JOHNSON STREET SANTA FE, NM 87501	NONE	PC	AMERICA'S ARTISTIC HERITAGE, SCHOLARSHIP, OUTREACH PROGRAMS	150,000
LIFT 800 7TH STREET NW SUITE 300 WASHINGTON, DC 20001	NONE	PC	CONTRIBUTION	400,000
NATIONAL CENTER FOR LEARNING DISABILITIES 381 PARK AVENUE SO SUITE 1401 NEW YORK, NY 10016	NONE	PC	EDUCATIONAL SERVICES	100,000
NORTH TEXAS FOOD BANK 4500 S COCKRELL HILL ROAD DALLAS, TX 75236	NONE	PC	HUNGER RELIEF	55,000
PLANNED PARENTHOOD OF NORTH TEXAS 7424 GREENVILLE AVE SUITE 206 DALLAS, TX 75231	NONE	PC	SEXUAL AND REPODUCTIVE HEALTH CARE ADVOCATE	10,000
STATE FAIR OF TEXAS PO BOX 150009 DALLAS, TX 75315	NONE	PC	LIVESTOCK DONATION	5,000
THE KENNEDY CENTER PO BOX 101510 ARLINGTON, VA 22210	NONE	PC	CONTRIBUTION	100,000
SENIOR CITIZENS OF GREATER DALLAS INC 3910 HARRY HINES BOULEVARD DALLAS, TX 75219	NONE	PC	IMPROVE THE QUALITY OF LIFE FOR THE OLDER ADULT POPULATION	26,000
TROSA 1820 JAMES STREET DURHAM, NC 27707	NONE	PC	RESIDENTIAL SUBSTANCE ABUSE RECOVERY PROGRAM	100,000
VICKERY MEADOW LEARNING CENTER 6329 RIDGECREST DALLAS, TX 75231	NONE	PC	EARLY CHILDHOOD EDUCAION PROGRAMS	65,000
Total . . . . ▶ **3a**				3,169,783

Form 990PF Part XV Line 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 *Paid during the year*				
VOGEL ALCOVE 7557 RAMBLER ROAD SUITE 262 DALLAS,TX 75231	NONE	PC	AMBASSADORS OF HOPE AWARDS LUNCHEON	24,484
JEWISH FEDERATION OF TEXAS 100 SOUTH HOUSTON STREET DALLAS,TX 75202	NONE	PC	CREATE A STONG IMPACT LOCALLY AND AROUND THE WORLD	25,000
ST JUDES CHILDRENS HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS,TN 38105	NONE	PC	RESEARCH AND MEDICAL ADVANCEMENT	5,000
East Durham Childrens Initiative 107 N Driver St 3rd Floor DURHAM,NC 27703	NONE	PC	Cradle to College Services	100,000
NATIONAL WOMENS LAW CENTER 11 DUPONT CIRCLE NW 800 WASHINGTON,DC 20036	NONE	PC	BUILD CRITICAL PUBLIC AWARENESS AROUND KEY ISSUES AFFECTING LIVES OF WOMEN AND THEIR FAMILIES	25,000
TEMPLE EMANU-EL 8500 HILLCREST ROAD DALLAS,TX 75225	NONE	PC	SUPPORT REFORM JEWISH CONGREGATION	200,000
DALLAS CASA 2815 GASTON AVE DALLAS,TX 75226	NONE	PC	ADVOCATES BEST INTEREST OF ABUSED AND NEGLECTED CHILDREN	5,000
SALESMANSHIP CLUB CHARITABLE GOLF OF DALLAS INC 106 E TENTH STREET DALLAS,TX 75203	NONE	PC	HELP WITH AT-RISK AND TROUBLED YOUTH	10,000
The Dallas Foundation 3963 Maple Avenue Suite 390 Dallas,TX 75219	NONE	PC	Communities Foundation support link between donors and nonprofits in North Texas	50,000
DALLAS SUMMER MUSICALS INC MUSIC HALL AT FAIR PARK PO BOX 710336 DALLAS,TX 753710336	NONE	PC	SUPPORT FOR THE ARTS	5,000
THE SANTA FE OPERA PO BOX 2408 SANTA FE,NM 875042408	NONE	PC	SUPPORT FOR THE ARTS	10,000
TRUSTEES OF UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET 433 FRANKLIN BUILDING PHILADELPHIA,PA 191046205	NONE	PC	CONTRIBUTION to Gazette	100
VILLANOVA UNIVERSITY Law School 800 LANCASTER AVENUE VILLANOVA,PA 19085	NONE	PC	LAW ANNUAL FUND	50,000
Advisory Board to Booker T Washington High School 2501 Flora St Dallas,TX 75201	NONE	PC	support Arts Magnet School	2,000
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY,OK 73123	NONE	PC	CANCER RESEARCH AND PATIENT SUPPORT	500
Total . . . . ▶ **3a**				3,169,783

Form 990PF Part XV Line 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 *Paid during the year*				
MAPLE LAWN ELEMENTARY SCHOOL - DISD 3700 ROSS AVENUE DALLAS, TX 75204	NONE	PC	ACCELERATED READING PROGRAM	2,699
Dallas Area Jewish Historical Society 7900 Northaven DALLAS, TX 75230	NONE	PC	preserve and protect documents and materials available to Dallas Jewish community	1,000
Crystal Charity Ball 30 1/2 Highland Park Village Dallas, TX 75205	NONE	PC	promote children's education and health through supporting dallas area nonprofit organizations	25,000
UT SOUTHWESTERN Foundation PO BOX 910888 DALLAS, TX 75391	NONE	PC	RESEARCH AND MEDICAL ADVANCEMENT	200,000
St Philips COmmunity School 1600 PENNSYLVANIA AVE Dallas, TX 75215	NONE	PC	Support school for children in low income neighborhood in Dallas	1,000
The Hun School Princeton 176 Edgerstoune Rd Princeton, NJ 08540	None	PC	Promote education	5,000
Be The Match Foundation 3001 Broadway St NE Minneapolis, MN 554131753	None	PC	Assist and support Transplant patients	11,500
Robin Hood Foundation 826 Broadway 9th Floor New York, NY 10003	NONE	PC	Assist Hurricane Sandy VIctims	50,000
david Nathan Myerson Fdn 4441 Buena Vista St Dallas, TX 75205	None	PC	Aid to Homeless teens	1,000
Wilkinson Center 4144 N Central Expressway DAllas, TX 75204	NOne	PC	Assist those in poverty	80,000
NOLS 284 Lincoln St Lander, WY 825202848	NOne	PC	Promotes outdoor leadership	50,000
SAIS - the Next Generation 5901 Peachtree Dunwoody Rd NE Suite B200 Atlanta, GA 30328	NOne	PC	Strengthen and support southern independent schools	200,000
Smithsonian 1000 Jefferson Dr SW Washington, DC 20017	NOne	PC	Promote Education and knowledge	110,000
National Center for Policy Analysis 14180 Dallas Parkway Dallas, TX 75254	NOne	PC	Support Nonpartisan public policy research	10,000
Rockwood Drug Free Coalition 111 East North St Eureka, MO 63025	NOne	PC	Memorial Michael Heney	1,000
Total . . . . ▶ **3a**				3,169,783

Form 990PF Part XV Line 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 *Paid during the year*				
The Rise School 5923 Royal Lance DAllas, TX 75230	NOne	PC	Support education services for children with Down Syndrome or other developmental disabilities	10,000
Capital Area Food Bank 4900 Purto Rico Ave NE Washington, DC 20017	None	PC	Support feeding the hungry in DC area	5,000
Executives in Action 4385 Sunbelt Dr Addison, TX 75001	None	PC	Align business leaders with nonprofits in order to help operate more efficiently	5,000
The Cooper Institute 12230 Preston Rd Dallas, TX 75230	None	PC	Support research of preventative medicine and public health	10,000
The Autism Foundation 3905 Ford Rd suite 6 Philadelphia, PA 19131	NOne	PC	support for improving the quality of life for those with autism	2,500
Anti defamation League 12800 Hillcrest Ave Dallas, TX 75230	NOne	PC	promote secure and fair treatment of all citizens	1,000
Total . . . . ► **3a**				3,169,783

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

TY 2013 Depreciation Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

TY 2013 General Explanation Attachment

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Identifier	Return Reference	Explanation
Form 990 PF Footnote 1	Form 990 PF Question 1 (c)	Form 990 PF Part VII - B Question 1(c) At the beginning of 2013, the Foundation held an investment in Performance Chemicals & Ingredients (PCI) stock. It had purchased that stock from PCI in 2007 and 2008 for a total of $919,106, which it had previously reported to the IRS as acquired in inadvertent acts of self-dealing (because PCI was a disqualified person) on its 2009 Form 4720 In consultation with the IRS, the Foundation accomplished correction in January 2013 by selling its interest back to PCI at an appraised fair market value of $11,766,253 50 The IRS revenue agent's report has concluded that no additional amounts of tax are due under section 4941 for the investment in PCI after 2008 Accordingly, Highlander Partners (the disqualified person who paid the self dealing tax for 2007 and 2008) is not filing a Form 4720 or paying section 4941 excise tax for the PCI investment in 2013

Identifier	Return Reference	Explanation
Form 990 PF Footnote 2	Form 990 PF Question 3(b)	Form 990 PF Part VII - B Question 3b The Foundation has disclosed its 14 28% interest in PCI (see Footnote 1 above) to the IRS on its 2009 Form 4720 PCI was a parent holding company that held subsidiary entities conducting active trades or businesses, more than 20% of the other interests in PCI were held by disqualified persons The Foundation believes that its holdings do not result in assessable excess business holdings tax in 2013, both because the parent PCI entity did not itself qualify as an active business enterprise, and because under section 4962 the Foundation had reasonable cause for holding these investments and corrected them in a manner discussed with and approved by the IRS (i e , through the redemption of its shares for $11,766,253 50 as mentioned above in footnote 1)

TY 2013 Investments Corporate Stock Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES	24,686,996	29,046,524

TY 2013 Investments - Land Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

TY 2013 Land, Etc. Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

TY 2013 Other Decreases Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Description	Amount
UNREALIZED LOSS	2,295,079

TY 2013 Other Expenses Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISOR FEES	110,659	110,659		
BANK FEE	211	211		
PROFESSIONAL FEES	10,237	10,237		
DALRYMPLE GLOBAL K-1 EXP				
CHAMBERS ENERGY CAP K-1 EXP	21,997	21,997		
HIGHLANDER PTNRS HCF K-1 EXP	37,657	37,657		
IRS PENALTIES	2,662			
PERMIAN ROYALTY SEVERANCE TAX	170	170		
PERMIAN ROYALTY ADMIN EXPENSE	30	30		
HIGHLANDER PTRS HCF FOR TAX	12	12		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491318016594

TY 2013 Other Income Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY INCOME FROM HPC HOLDINGS	29,505	29,505	
ORDINARY INCOME FROM DALRYMPLE K-1			
OTHER INCOME Royalty (Permian)	2,198	2,198	
Other Misc Income	231	231	

TY 2013 Other Liabilities Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	0	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491318016594

TY 2013 Taxes Schedule

Name: HIRSCH FAMILY FOUNDATION

EIN: 20-1225862

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIT - 2012	11,736			
FOREIGN TAXES	1,212	1,212		

Fidelity INVESTMENTS

2013 Informational Tax Reporting Statement

HIRSCH FAMILY FOUNDATION | Account No **663-104515** | Customer Service CALL ADVISOR
Recipient ID No **20-1225862** | Payer's Fed ID Number 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2013 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

8 Description, **1d** Stock or Other Symbol, CUSIP

Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**5** Wash Sale Loss Disallowed	**4 Federal Income Tax Withheld**	**13** State	**15** State Tax Withheld
HEINZ H J CO *CASH PAYMENT AT $72 50 PER, 423074103										
Merger	06/10/13	08/16/11	1,150 000	83,375 00	59,558 39(f)	23,816 61				
Merger	06/10/13	01/30/12	425 000	30,812 50	22,086 02(f)	8,726 48				
Subtotals				**114,187.50**	**81,644.41**					
K SWISS INC CLASS A *CASH PAYMENT AT $4 482686102										
Merger	05/01/13	08/12/11	9,000 000	42 750 00	58 417 95(f)	-15,667 95				
Merger	05/01/13	09/29/11	2,000 000	9,500 00	8,535 35(f)	964 65				
Merger	05/01/13	10/26/11	2,000 000	9,500 00	9,190 75(f)	309 25				
Subtotals				**61,750.00**	**76,144.05**					
TOTALS				**175,937.50**	**157,788.46**			**0.00**		
Long-Term Realized Gain						**33,816.99**				
Long-Term Realized Loss						**-15,667.95**				
Wash Sale Loss Disallowed							**0.00**			

(a) Cost or other basis provided may include adjustments including but not limited to, dividend reinvestment, return of capital/principal, wash sale loss disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium

(b) Gross proceeds less commissions

(f) Gain/loss information for this transaction is provided based on information available from the company or other sources regarding the aggregate cash and fair market value of shares and other property received on the date of the merger Consult your tax advisor for information on how to report this transaction on your return

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

Fidelity INVESTMENTS

2013 Informational Tax Reporting Statement

HIRSCH FAMILY FOUNDATION | Account No **663-103586** | Customer Service CALL ADVISOR
Recipient ID No **20-1225862** | Payer's Fed ID Number 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2013 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

8 Description, **1d** Stock or Other Symbol, CUSIP

Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**5** Wash Sale Loss Disallowed	**4** Federal Income Tax Withheld	**13** State	**15** State Tax Withheld
JPMORGAN CHASE & CO DEPOSITARY SHS REPST, 46625H621										
Redemption	09/03/13	10/06/11	3,304 000	82,600 00	89,619 52	-7,019 52				
Redemption	09/03/13	01/30/12	221 000	5,525 00	6,019 20	-494 20				
Redemption	09/03/13	01/30/12	379 000	9,475 00	10,309 80	-834 80				
Redemption	09/03/13	01/30/12	100 000	2,500 00	2,719 79	-219 79				
Redemption	09/03/13	01/30/12	200 000	5,000 00	5,438 00	-438 00				
Redemption	09/03/13	01/30/12	800 000	20,000 00	21,768 00	-1,768 00				
Subtotals				**125,100.00**	**135,874.31**					
TOTALS				**125,100.00**	**135,874.31**			**0.00**		
	Long-Term Realized Gain					**0.00**				
	Long-Term Realized Loss					**-10,774.31**				
	Wash Sale Loss Disallowed						**0.00**			

(a) Cost or other basis provided may include adjustments including, but not limited to, dividend reinvestment, return of capital/principal, wash sale loss disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium

(b) Gross proceeds less commissions

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

	Security	Date of Sale		Proceeds per 1099	Interest	TTL Cash Received	Cost Basis	Mortgage Principals	Realized Gains
Jan	Bear Stearns Asset BKD	1/15/2013		27,895 15	125 16	28,020 31	17,371 84	-	10,523 31
	Asset BKD FDG Corp	1/16/2013		104,277 56	69 79	104,347 35	92,531 19	-	11,746 37
	Bear Stearns Coml	1/16/2013		71,954 54	345 78	72,300 32	69,480 73	3,797 29	6,271 10
	Meritage Mtg	1/16/2013		135,872 50	226 06	136,098 56	94,502 50	-	41,370 00
	Novastar Mtg	1/16/2013		103,958 78	112 97	104,071 75	83,793 78	10,747 36	30,912 36
	Nomura Asset	1/25/2013		113,192 14	-	113,192 14	98,174 06	6,895 39	21,913 47
									-
	Accrued interest on sold								-
									-
									-
									-
Feb	Home Eqty Ln TR	2/20/2013		154,745 16	-	154,745 16	159,143 31	19,698 45	15,300 30
									-
									-
	Residential Asset Secs Remic 2003	4/24/2013		133,197 99	14 48	133,212 47	105,464 40	10,566 09	38,299 68
	Accrued interest on sold					-	-	-	-
April									-
									-
	Banc Amer FDG TR	7/24/2013		281,598 80	1,838 12	283,436 92	284,016 13	537 81	(1,879 52)
	First Franklin	7/11/2013		117,902 17	38 78	117,940 95	114,985 08	31,126 92	34,044 01
	Deutsche MTG SECS Inc Remic Sr 2005	7/26/2012		7,448 55	-	7,448 55	37,225 32	1,668 23	(28,108 54)
	Securitized Backup Recs	8/2/2013		135,700 34	72 08	135,772 42	128,496 82	14,052 73	21,256 25
									-
	Accrued interest on sold								-
July									-
						-	-	-	-
	GSAA HM Eqty TR SER 2007-5	8/30/2013		164,607 14	5 33	164,612 47	166,711 86	8,174 51	6,069 79
	WAMU Mtg Pass Thru CTFS	8/30/2013		65,102 45	95 09	65,197 54	68,328 68	2,413 68	(812 55)
					-	-	-	-	-
									-
August									-
						-	-	-	-
	GS Mtg SECS Corp	9/17/2013	long term	80,346 56	151 77	80,498 33	80,630 14	15,911 95	15,628 37
	Master Asset BKD SECS	9/17/2013	long term	179,909 81	140 69	180,050 50	93,567 40	2,085 94	88,428 35
	CWALT Remic Ser 20058-J7	9/20/2013		25,518 60	120 09	25,638 69	27,962 50	3,183 63	739 73
	Accrued interest on sold								-
									-
									-
									-
									-

September	Bayview Finl Secs Co 2006-A	10/16/2013		28,601 39	8 25	28,609 64	37,882 42	10,543 80	1,262 77
	CWHEQ HM EQTY LN TR 2006 -S8	10/30/2013		37,784 21	92 01	37,876 22	71,891 32	37,159 21	3,052 10
	CWHEQ Inc Remic 2005-H	10/22/2013		62,558 78	10 28	62,569 06	52,855 82	-	9,702 96
	CWHEQ HM EQTY LN TR 2006- S3	10/31/2013		45,328 34	106 66	45,435 00	47,124 28	10,550 44	8,754 50
	Credit Suisse First BSTN Remic 2004			21,972 50	33 20	22,005 70	20,402 50	-	1,570 00
	Faribanks			20,208 97	3 41	20,212 38	28,686 69	10,330 68	1,852 96
	Greenpoint HM Eqty Ln			26,092 69	13 99	26,106 68	28,001 84	2,748 94	839 79
	New Century Hm Eqty Ln			25,281 83	3 96	25,285 79	25,930 30	4,175 24	3,526 77
	Residential Assets Secs Remic 2001-KS3			37,174 25	3 90	37,178 15	37,132 31	180 66	222 60
	Structured Asset Sec Crp Remic Seer			125,282 00	370 51	125,652 51	121,032 02	-	4,249 98
	Wells Fargo Mtg Bkd Secs Remic 2003			69,136 02	200 55	69,336 57	67,233 10	-	1,902 92
	WAMU Mtg Pass Thru CTFS			49,322 27	-	49,322 27	67,856 94	20,099 60	1,564 93
									-
									-
October									-
									-
	BEAR STEARNS ASSET BKD REMIC 2005-AC8			37,509 51	75 01	37,584 52	35,763 22	364 87	2,111 16
	NOMOURA ASSET ACCEP CORP REMIC 2006-AF1			23,005 62	132 73	23,138 35	21,968 31	1,196 81	2,234 12
	Accrued Interest Sold								-
	Fairbanks Adjustment for Updated Selling								-
	Fairbanks Adjustment for Updated Selling								-
November									-
									-
	SALOMON BROS MTG SEC VII REMIC SER 1996-	12/16/2013		47,346 68	20 12	47,366 80	44,811 80	-	2,534 88
	WELLS FARGO MTG BKD SECS REMIC SER 2003-	12/31/2013		267,551 51	95 27	267,646 78	256,956 20	10,865 50	21,460 81
	BANC AMER FDG CORP REMIC SER 2006-2 CL 2A22			37,792 73	110 22	37,902 95	37,222 50	1,666 42	2,236 65
December									
				2,865,177 54	4,636 26	2,869,813 80	2,725,137 31	240,742 15	380,782 38
			ST	2,604,921 17	4,343 80	2,609,264 97	2,550,939 77	222,744 26	276,725 66
			LT	260,256 37	292 46	260,548 83	174,197 54	17,997 89	104,056 72
				2,865,177 54	4,636 26	2,869,813 80	2,725,137 31	240,742 15	380,782 38
				-					
			Per Dec Stmt		4,586 06				
			Variance		50 20				