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*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: HERSEY FOUNDATION

A Employer identification number: 23-7001771

Number and street (or P O box number if mail is not delivered to street address): 408 ST. PETER STREET

Room/suite: #434

B Telephone number: (651)298-0218

City or town, state or province, country, and ZIP or foreign postal code: ST. PAUL, MN 55102-1119

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1 Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 11,272,736.47

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	Description	(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	1,000.00		N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	82.48	82.48		STATEMENT 1
	4	Dividends and interest from securities	320,080.58	320,080.58		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<127,016.08>			
	b	Gross sales price for all assets on line 6a 2,676,998.54				
	7	Capital gain net income (from Part IV, line 2)		0.00		
	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	194,146.98	320,163.06		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	21,780.00	0.00		21,780.00
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	9,394.82	0.00		6,193.19
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	1,516.35	0.00		1,516.35
	24	**Total operating and administrative expenses.** Add lines 13 through 23	32,691.17	0.00		29,489.54
	25	Contributions, gifts, grants paid	476,666.00			476,666.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	509,357.17	0.00		506,155.54
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<315,210.19>			
	b	**Net investment income** (if negative, enter -0-)		320,163.06		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	50,569.09	96,499.77	96,499.77
	2 Savings and temporary cash investments	247,276.67	137,165.17	137,165.17
	3 Accounts receivable ▶ 35,377.10			
	Less: allowance for doubtful accounts ▶	138,430.85	35,377.10	35,377.10
	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 STMT 6	11,483,930.25	11,330,668.75	11,003,694.43
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,920,206.86	11,599,710.79	11,272,736.47
Liabilities	17 Accounts payable and accrued expenses	5,285.88		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	200,000.00	200,000.00	STATEMENT 7
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	205,285.88	200,000.00	
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 ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0.00	0.00	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29 Retained earnings, accumulated income, endowment, or other funds	11,714,920.98	11,399,710.79	
	30 **Total net assets or fund balances**	11,714,920.98	11,399,710.79	
	31 **Total liabilities and net assets/fund balances**	11,920,206.86	11,599,710.79	

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	11,714,920.98
2 Enter amount from Part I, line 27a	2	<315,210.19>
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	11,399,710.79
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,399,710.79

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	SCHEDULE ATTACHED	P		
b	SCHEDULE ATTACHED	P		
c	CAPITAL GAINS DIVIDENDS			
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	2,343,691.92		2,546,670.80	<202,978.88>
b	305,642.33		257,343.82	48,298.51
c	27,664.29			27,664.29
d				
e				

	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	
a				<202,978.88>
b				48,298.51
c				27,664.29
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	<127,016.08>
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 X 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	423,977.48	8,703,315.72	.048714
2011	394,688.11	8,190,979.75	.048186
2010	366,294.08	7,549,465.67	.048519
2009	304,705.83	6,763,150.11	.045054
2008	463,335.20	8,832,117.39	.052460

2 **Total** of line 1, column (d)	2	.242933
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	.048587
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,245,660.62
5 Multiply line 4 by line 3	5	497,805.91
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,201.63
7 Add lines 5 and 6	7	501,007.54
8 Enter qualifying distributions from Part XII, line 4	8	506,155.54

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 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 ▶ [X] and enter 1% of Part I, line 27b	1	3,201.63
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	0.00
3	Add lines 1 and 2	3	3,201.63
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	3,201.63
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 12,488.00		
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	12,488.00
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	9,286.37
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 9,286.37 **Refunded** ▶	11	0.00

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0.00 (2) On foundation managers. ▶ $ 0.00			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.00			
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		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
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	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DEAN E. BUSCH Telephone no. ▶ (651) 227-6675

Located at ▶ 408 ST. PETER STREET #434 ST.PAUL, MN ZIP+4 ▶ 55102-1119

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

			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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 X 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 instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes X No			
	If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes X 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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 X 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes [X] 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 X 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 [X] 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	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? 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 X No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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 X No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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
EDWARD H. HAMM, JR. 408 ST. PETER ST. #434 SAINT PAUL, MN 55102	PRESIDENT & DIRECTOR 0.00	0.00	0.00	0.00
EDWARD H. HAMM 408 ST. PETER ST. #434 SAINT PAUL, MN 55102	VICE PRES., TREA. & DIRECT 0.00	0.00	0.00	0.00
DEAN E. BUSCH 408 ST. PETER ST. #434 SAINT PAUL, MN 55102	SECRETARY & DIRECTOR 0.00	0.00	0.00	0.00

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.00

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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	9,952,747.64
b	Average of monthly cash balances		1b	448,938.27
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	10,401,685.91
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.00		
2	Acquisition indebtedness applicable to line 1 assets		2	0.00
3	Subtract line 2 from line 1d		3	10,401,685.91
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	156,025.29
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	10,245,660.62
6	**Minimum investment return** Enter 5% of line 5		6	512,283.03

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	512,283.03
2a	Tax on investment income for 2013 from Part VI, line 5	2a 3,201.63		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	3,201.63
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	509,081.40
4	Recoveries of amounts treated as qualifying distributions		4	0.00
5	Add lines 3 and 4		5	509,081.40
6	Deduction from distributable amount (see instructions)		6	0.00
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	509,081.40

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	506,155.54
b	Program-related investments - total from Part IX-B	1b	0.00
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	506,155.54
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	3,201.63
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	502,953.91

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				509,081.40
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			3,795.61	
b Total for prior years: ____, ____, ____		0.00		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.00			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 506,155.54				
a Applied to 2012, but not more than line 2a			3,795.61	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2013 distributable amount				502,359.93
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.00			0.00
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				6,721.47
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.00			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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).)

NONE

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 ▶ [X] 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:

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:

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				
HABITAT FOR HUMANITY OF MARTIN COUNTY 2555 SE BONITA STREET STUART, FL 34997	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	25,000.00
HAMM CLINIC 408 ST. PETER STREET, SUITE 429 ST PAUL, MN 55102	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	266,666.00
NATIONAL RIGHT TO WORK LEGAL DEFENSE FOUNDATION 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	25,000.00
NEW MOUNT ZION MISSIONARY BAPTIST CHURCH 8224 SE PETTWAY STREET HOBE SOUND, FL 33475	NONE	PUBLIC	GENERAL FUND-RELIGIOUS ACTIVITIES	25,000.00
OGLALA LAKOTA COLLEGE 537 PIYA WICONI ROAD KYLE, SD 57752-0537	NONE	PUBLIC	GENERAL FUND-EDUCATIONAL PURPOSES	25,000.00
Total SEE CONTINUATION SHEET(S)			▶ 3a	476,666.00
b Approved for future payment NONE				
Total			▶ 3b	0.00

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	82.48	
4 Dividends and interest from securities			14	320,080.58	
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	<127,016.08>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.00		193,146.98	0.00

13 **Total.** Add line 12, columns (b), (d), and (e) 13 193,146.98

(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).

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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date 5-7-14 | Title SECRETARY

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

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no.

323622 10-10-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRISON FELLOWSHIP 44180 RIVERSIDE PARKWAY LANSDOWNE, VA 20176	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	25,000.00
PRO-CHOICE RESOURCES 250 3RD AVENUE N., #625 MINNEAPOLIS, MN 55401	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	25,000.00
ST. MARTIN'S BY THE LAKE CHURCH 2801 WESTWOOD ROAD MINNETONKA, MN 55361	NONE	PUBLIC	GENERAL FUND-RELIGIOUS ACTIVITIES	35,000.00
YOUTH FORUM 3530 E. 28TH STREET, #451 MINNEAPOLIS, MN 55406-1766	NONE	PUBLIC	GENERAL FUND-COMMUNITY PROJECTS	25,000.00
Total from continuation sheets				110,000.00

February 24, 2014

HERSEY FOUNDATION
Schedule D - Capital Gains and Losses
As of: December 31, 2013

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
	Short-Term Capital Gains and Losses					
2,600	GENERAL ELEC 1 22 13/GE_SLD#1	Jan 22 13	Oct 21 13	67,720.08	57,880.55	9,839.53
2,000	GENERAL ELEC 1 25 13/GE	Jan 25 13	Oct 21 13	52,092 33	44,965.25	7,127.08
1,000	GENERAL ELEC 1 28 13/GE	Jan 28 13	Oct 21 13	26,046.17	22,594.16	3,452.01
1,000	MEDTRONIC 8 2 12/MDT	Aug 2 12	Feb 14 13	46,352.66	38,982.25	7,370 41
900	PFIZER INC 3 21 12/PFE	Mar 21 12	Mar 11 13	25,125.41	19,883.85	5,241 56
597	WELLS FARGO 3 5 13/WFC	Mar 5 13	Nov 21 13	26,110.92	21,768.98	4,341 94
403	WELLS FARGO 3 5 13/WFC_SLD#1	Mar 5 13	Jul 23 13	17,863.77	14,694 97	3,168.80
597	WELLS FARGO 9 14 12/WFC	Sep 14 12	Jul 23 13	26,463.20	21,834.56	4,628 64
403	WELLS FARGO 9 14 12/WFC_SLD#1	Sep 14 12	Jul 22 13	17,867 79	14,739 25	3,128.54
	Total Short-term			305,642.33	257,343 82	48,298.51
	Long-Term Capital Gains and Losses					
168	AM INTL GRP WRT 1 20 11/AIGW	Jan 20 11	Oct 25 13	3,406.56	2,856.00	550 56
1,000	BMC SOFTWARE 1 6 00/BMCS	Jan 6 00	Sep 11 13	46,250 00	48,004.50	-1,754 50
1,000	BRISTOL MYERS 10 13 09/BMY	Oct 13 09	Mar 5 13	37,196 91	22,861.72	14,335.19
1,000	BRISTOL MYERS 10 13 09/BMY_SLD#1	Oct 13 09	Feb 6 13	36,226 93	22,861.73	13,365.20
800	CENTERPOINT 12 18 01/CNP_SLD#1	Dec 18 01	Mar 18 13	18,392.10	16,166.88	2,225 22
200	CENTERPOINT 12 19 01/CNP	Dec 19 01	Mar 18 13	4,598.03	4,316.29	281.74
100	COVIDIEN 1 30 02/COV	Jan 30 02	Jan 22 13	6,051.57	3,795.55	2,256 02
50	COVIDIEN 2 15 02/COV	Feb 15 02	Jan 22 13	3,025.77	1,757.44	1,268 33
250	COVIDIEN 2 2 07/COV	Feb 2 07	Jan 22 13	15,128.88	10,466.47	4,662 41
50	COVIDIEN 2 5 02/COV	Feb 5 02	Jan 22 13	3,025.77	1,569 88	1,455.89
250	COVIDIEN 4 19 07/COV	Apr 19 07	Jan 22 13	15,128 88	10,208 43	4,920 45
250	COVIDIEN 5 4 07/COV	May 4 07	Jan 22 13	15,128.88	10,533 14	4,595.74
50	COVIDIEN 6 10 02/COV	Jun 10 02	Jan 22 13	3,025.77	719.22	2,306 55
1,000	DWS MULTI 5 14 98/KMM	May 14 98	Jul 31 13	10,070.57	10,074.49	-3 92
1,000	GENERAL ELEC 1 10 06/GE	Jan 10 06	Jul 23 13	24,455.34	35,535 25	-11,079 91
1,000	GENERAL ELEC 1 30 06/GE	Jan 30 06	Oct 21 13	26,046.17	33,165.25	-7,119 08
1,000	GENERAL ELEC 11 17 06/GE	Nov 17 06	Jul 22 13	24,513.66	36,233.25	-11,719 59
200	GENERAL ELEC 12 8 03/GE	Dec 8 03	Oct 21 13	5,209 23	5,913.25	-704.02
1,000	GENERAL ELEC 2 27 06/GE	Feb 27 06	Oct 21 13	26,046.17	33,555.25	-7,509.08
1,000	GENERAL ELEC 3 1 04/GE	Mar 1 04	Oct 21 13	26,046 17	32,955.25	-6,909 08
1,000	GENERAL ELEC 3 12 07/GE	Mar 12 07	Oct 21 13	26,046 17	34,715.25	-8,669 08
1,000	GENERAL ELEC 3 27 06/GE	Mar 27 06	Oct 21 13	26,046 17	34,165 25	-8,119.08
1,000	GENERAL ELEC 3 6 06/GE	Mar 6 06	Oct 21 13	26,046.17	33,400.25	-7,354 08
200	GENERAL ELEC 4 15 02/GE	Apr 15 02	Oct 21 13	5,209.23	6,465.25	-1,256.02
200	GENERAL ELEC 4 16 02/GE	Apr 16 02	Oct 21 13	5,209.23	6,595.25	-1,386.02
200	GENERAL ELEC 4 18 02/GE	Apr 18 02	Oct 21 13	5,209.23	6,745.25	-1,536 02
200	GENERAL ELEC 4 19 02/GE	Apr 19 02	Oct 21 13	5,209.23	6,809 25	-1,600.02
200	GENERAL ELEC 4 22 02/GE	Apr 22 02	Oct 21 13	5,209.23	6,765 25	-1,556.02
200	GENERAL ELEC 4 23 02/GE	Apr 23 02	Oct 21 13	5,209.23	6,723.25	-1,514 02
200	GENERAL ELEC 4 24 02/GE	Apr 24 02	Oct 21 13	5,209.23	6,581 25	-1,372 02
200	GENERAL ELEC 4 25 02/GE	Apr 25 02	Oct 21 13	5,209.23	6,505 25	-1,296 02
200	GENERAL ELEC 4 26 02/GE	Apr 26 02	Oct 21 13	5,209 23	6,497 25	-1,288.02
1,000	GENERAL ELEC 4 27 07/GE	Apr 27 07	Jul 22 13	24,513.67	36,305 25	-11,791.58
200	GENERAL ELEC 4 29 02/GE	Apr 29 02	Oct 21 13	5,209.23	6,419 25	-1,210 02
200	GENERAL ELEC 4 30 02/GE	Apr 30 02	Oct 21 13	5,209 23	6,227 25	-1,018 02
200	GENERAL ELEC 5 1 02/GE	May 1 02	Oct 21 13	5,209 23	6,239.25	-1,030.02
200	GENERAL ELEC 5 13 02/GE	May 13 02	Oct 21 13	5,209.23	6,215 25	-1,006.02

HERSEY FOUNDATION
Schedule D - Capital Gains and Losses
As of: December 31, 2013

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
200	GENERAL ELEC 5 14 02/GE	May 14 02	Oct 21 13	5,209.23	6,285.25	-1,076.02
200	GENERAL ELEC 5 16 02/GE	May 16 02	Oct 21 13	5,209.23	6,343.25	-1,134 02
200	GENERAL ELEC 5 2 02/GE	May 2 02	Oct 21 13	5,209.23	6,419.25	-1,210 02
200	GENERAL ELEC 5 3 02/GE	May 3 02	Oct 21 13	5,209.23	6,295.25	-1,086.02
200	GENERAL ELEC 5 6 02/GE	May 6 02	Oct 21 13	5,209.23	6,365.25	-1,156.02
200	GENERAL ELEC 5 7 02/GE	May 7 02	Oct 21 13	5,209.23	6,241.25	-1,032 02
200	GENERAL ELEC 6 20 03/GE	Jun 20 03	Oct 21 13	5,209.23	6,113 25	-904 02
200	GENERAL ELEC 6 4 02/GE	Jun 4 02	Oct 21 13	5,209.23	6,051.25	-842.02
200	GENERAL ELEC 6 5 02/GE	Jun 5 02	Oct 21 13	5,209.23	6,101.25	-892 02
400	GENERAL ELEC 6 7 02/GE	Jun 7 02	Oct 21 13	10,418.46	11,745.25	-1,326.79
200	GENERAL ELEC 7 3 02/GE	Jul 3 02	Oct 21 13	5,209.23	5,543 25	-334.02
1,000	GENERAL ELEC 8 1 06/GE	Aug 1 06	Oct 21 13	26,046.17	32,864.25	-6,818 08
1,000	GENERAL ELEC 8 16 06/GE	Aug 16 06	Oct 21 13	26,046.17	34,043.25	-7,997 08
1,000	GENERAL ELEC 9 11 06/GE	Sep 11 06	Oct 21 13	26,046 17	34,542 25	-8,496 08
200	GENERAL ELEC 9 19 01/GE	Sep 19 01	Oct 21 13	5,209.23	6,794.50	-1,585 27
2	HOWARD HUGHES 1 28 10/THHC	Jan 28 10	Apr 25 13	183 99	43.30	140.69
98	HOWARD HUGHES 3 21 05/THHC	Mar 21 05	Apr 25 13	9,015.89	6,772.26	2,243.63
20	HOWARD HUGHES 8 23 04/THHC	Aug 23 04	Apr 25 13	1,839 98	1,157.19	682 79
500	MEDTRONIC 2 26 99/MDT_SLD#1	Feb 26 99	May 7 13	23,762.21	17,808.06	5,954 15
1,000	MEDTRONIC 3 2 11/MDT	Mar 2 11	Apr 3 13	46,836.50	38,903.45	7,933 05
1,000	MEDTRONIC 8 15 06/MDT	Aug 15 06	Jan 28 13	46,045.66	42,993.45	3,052 21
1,000	MEDTRONIC INC 4 26 06/MDT	Apr 26 06	Jan 22 13	45,315.05	49,895.25	-4,580 20
1,000	NEW YORK COMM 1 26 05/NYB	Jan 26 05	Oct 25 13	15,816.07	18,582.62	-2,766 55
1,000	NV ENERGY 12 15 92/SRP	Dec 15 92	Dec 20 13	23,750.00	22,803.80	946 20
800	PFIZER 3 2 11/PFE	Mar 2 11	Apr 16 13	24,443.34	15,522.60	8,920 74
200	PFIZER 3 2 11/PFE_SLD#1	Mar 2 11	Apr 11 13	6,085.41	3,880.65	2,204 76
1,000	PFIZER INC 1 25 12/PFE	Jan 25 12	Mar 25 13	28,067.12	21,871.25	6,195.87
100	PFIZER INC 1 29 07/PFE	Jan 29 07	Mar 8 13	2,789.71	2,635.52	154 19
900	PFIZER INC 1 29 07/PFE_SLD#1	Jan 29 07	Mar 6 13	24,981 08	23,719.73	1,261 35
800	PFIZER INC 1 30 12/PFE	Jan 30 12	Apr 2 13	23,187.76	17,290.60	5,897.16
200	PFIZER INC 1 30 12/PFE_SLD#1	Jan 30 12	Mar 27 13	5,659.22	4,322 65	1,336.57
200	PFIZER INC 1 7 02/PFE	Jan 7 02	Jan 22 13	5,239.43	7,944 50	-2,705.07
200	PFIZER INC 1 8 02/PFE	Jan 8 02	Jan 22 13	5,239.43	7,954.50	-2,715.07
100	PFIZER INC 12 10 04/PFE	Dec 10 04	Mar 6 13	2,775.68	2,745 52	30.16
900	PFIZER INC 12 10 04/PFE_SLD#1	Dec 10 04	Jan 25 13	23,973 44	24,709.73	-736 29
200	PFIZER INC 12 11 01/PFE	Dec 11 01	Jan 9 13	5,233 43	8,214.50	-2,981 07
200	PFIZER INC 12 14 01/PFE	Dec 14 01	Jan 22 13	5,239.43	7,968.50	-2,729 07
100	PFIZER INC 12 18 06/PFE	Dec 18 06	Mar 11 13	2,791.71	2,605.37	186 34
900	PFIZER INC 12 18 06/PFE_SLD#1	Dec 18 06	Mar 8 13	25,107.41	23,448 38	1,659 03
400	PFIZER INC 12 19 01/PFE	Dec 19 01	Jan 9 13	10,466.87	16,348 50	-5,881 63
200	PFIZER INC 12 24 01/PFE	Dec 24 01	Jan 9 13	5,233.43	8,214.50	-2,981 07
200	PFIZER INC 12 26 01/PFE	Dec 26 01	Jan 9 13	5,233.43	8,236 50	-3,003 07
400	PFIZER INC 12 27 01/PFE	Dec 27 01	Jan 11 13	10,586.84	16,134.50	-5,547.66
200	PFIZER INC 12 28 01/PFE	Dec 28 01	Jan 11 13	5,293.42	8,154.50	-2,861.08
200	PFIZER INC 12 31 01/PFE	Dec 31 01	Jan 11 13	5,293.42	8,054.50	-2,761.08
800	PFIZER INC 2 14 12/PFE	Feb 14 12	Mar 27 13	22,636 89	17,316 09	5,320 80
800	PFIZER INC 4 22 08/PFE	Apr 22 08	Apr 11 13	24,341 65	16,146 60	8,195 05
200	PFIZER INC 4 22 08/PFE_SLD#1	Apr 22 08	Apr 3 13	5,749.42	4,036 65	1,712.77
800	PFIZER INC 4 28 11/PFE	Apr 28 11	Apr 3 13	22,997.68	16,810.60	6,187 08
200	PFIZER INC 4 28 11/PFE_SLD#1	Apr 28 11	Apr 2 13	5,796.94	4,202 65	1,594.29

HERSEY FOUNDATION
Schedule D - Capital Gains and Losses
As of: December 31, 2013

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
200	PFIZER INC 7 12 01/PFE	Jul 12 01	Jan 22 13	5,239.43	7,624 50	-2,385.07
200	PFIZER INC 7 15 02/PFE	Jul 15 02	Jan 22 13	5,239.44	5,525 25	-285.81
1,000	PFIZER INC 7 17 07/PFE	Jul 17 07	Mar 6 13	27,756.74	26,365.25	1,391.49
200	PFIZER INC 7 30 01/PFE	Jul 30 01	Jan 11 13	5,293.42	8,050.50	-2,757 08
100	PFIZER INC 8 9 99/PFE	Aug 9 99	Jan 25 13	2,663.71	3,333.50	-669.79
1,000	PIONEER NAT RES4 4 06/PXD	Apr 4 06	Mar 12 13	126,438.91	44,195 25	82,243.66
1,000	PLUM CREEK 12 7 09/PCL	Dec 7 09	Jan 22 13	46,866.69	35,950.33	10,916 36
1,000	PLUM CREEK 12 7 09/PCL_SLD#1	Dec 7 09	Jan 9 13	45,879.72	35,950 34	9,929 38
1,000	PLUM CREEK 12 7 09/PCL_SLD#2	Dec 7 09	Jan 11 13	45,986.71	35,950.34	10,036.37
200	ROCK OF AGES 11 16 98/STLMT	Nov 16 98	Jun 27 13	101.39	0.00	101.39
0 975	ROUSE 1 27 11/RSE	Jan 27 11	Sep 12 13	17.06	11.23	5 83
0.025	ROUSE 1 28 10/RSE	Jan 28 10	Sep 12 13	0 44	0 28	0.16
37 5	ROUSE 3 21 05/RSE	Mar 21 05	Sep 12 13	656 20	431.82	224 38
7.5	ROUSE 8 23 04/RSE	Aug 23 04	Sep 12 13	131 24	86 36	44 88
2,000	STEWART ENT 7 27 99/STEI	Jul 27 99	Jul 23 13	25,855.53	26,504.50	-648.97
1,000	STEWART ENT. 8 16 99/STEI	Aug 16 99	Dec 24 13	13,250.00	6,313.62	6,936.38
2,000	STEWART ENT. 8 16 99/STEI_SLD#1	Aug 16 99	Jul 23 13	25,855 53	12,627.25	13,228.28
1,000	STEWART ENT. 8 16 99/STEI_SLD#2	Aug 16 99	Aug 26 13	12,825.68	6,313.63	6,512.05
1,000	SYSCO CORP 10 13 09/SYY	Oct 13 09	Mar 12 13	33,137 00	25,720.62	7,416.38
1,000	SYSCO CORP 10 13 09/SYY_SLD#1	Oct 13 09	Mar 11 13	33,177.00	25,720 63	7,456 37
1,000	SYSCO CORP 3 2 11/SYY	Mar 2 11	Feb 22 13	32,401.59	27,823.67	4,577.92
400	SYSCO CORP 3 7 11/SYY	Mar 7 11	Feb 22 13	12,960.64	11,197.31	1,763 33
200	TE CONNECT 1 15 02/TEL	Jan 15 02	Aug 5 13	10,231.45	11,411 72	-1,180 27
100	TE CONNECT 1 16 02/TEL	Jan 16 02	Aug 5 13	5,115 73	5,533.09	-417 36
100	TE CONNECT 1 24 02/TEL	Jan 24 02	Aug 5 13	5,115 73	5,093.80	21 93
50	TE CONNECT 1 28 02/TEL	Jan 28 02	Aug 5 13	2,557.86	2,590.89	-33.03
250	TE CONNECT 1 29 02/TEL	Jan 29 02	Aug 5 13	12,789.32	10,839 45	1,949 87
100	TE CONNECT 1 30 02/TEL	Jan 30 02	Sep 11 13	5,242.39	3,455 06	1,787.33
50	TE CONNECT 1 31 02/TEL	Jan 31 02	Sep 11 13	2,621.19	2,096.67	524 52
50	TE CONNECT 2 1 02/TEL	Feb 1 02	Aug 5 13	2,557.86	2,111.14	446 72
50	TE CONNECT 2 15 02/TEL	Feb 15 02	Sep 11 13	2,621.19	1,599.77	1,021.42
250	TE CONNECT 2 2 07/TEL	Feb 2 07	Sep 11 13	13,105.97	9,527.53	3,578.44
100	TE CONNECT 2 4 02/TEL	Feb 4 02	Sep 11 13	5,242.39	3,839.44	1,402 95
50	TE CONNECT 2 5 02/TEL	Feb 5 02	Sep 11 13	2,621 19	1,429 05	1,192 14
250	TE CONNECT 2 5 07/TEL	Feb 5 07	Sep 11 13	13,105.97	9,642.29	3,463 68
100	TE CONNECT 3 14 01/TEL	Mar 14 01	Aug 5 13	5,115.73	5,287 42	-171 69
50	TE CONNECT 3 19 01/TEL	Mar 19 01	Aug 5 13	2,557.86	2,616.90	-59 04
250	TE CONNECT 4 19 07/TEL	Apr 19 07	Sep 11 13	13,105.97	9,292 65	3,813.32
50	TE CONNECT 4 5 01/TEL	Apr 5 01	Aug 5 13	2,557.86	2,535 99	21 87
250	TE CONNECT 5 4 07/TEL	May 4 07	Sep 11 13	13,105.97	9,588 23	3,517 74
50	TE CONNECT 6 10 02/TEL	Jun 10 02	Sep 11 13	2,621.19	654 69	1,966 50
250	TE CONNECT 6 12 07/TEL	Jun 12 07	Sep 11 13	13,105.97	9,842.59	3,263 38
50	TE CONNECT 7 12 01/TEL	Jul 12 01	Aug 5 13	2,557.86	3,007.65	-449.79
0.01'	THAI CAP 1 18 07/TC	Jan 18 07	Oct 2 13	506.99	0.00	506 99
3 0244	THAI CAPITAL 12 31 03/TC	Dec 31 03	Sep 1 13	33.06	24 80	8 26
1 7022	THAI CAPITAL 12 31 04/TC	Dec 31 04	Sep 1 13	18 61	16.12	2.49
10 4664	THAI CAPITAL FD 1 18 07/TC	Jan 18 07	Sep 1 13	114.39	114.39	0.00
3 807	THAI CAPITAL FD 1 19 06/TC	Jan 19 06	Sep 1 13	41 61	38 45	3 16
100	THAI CAPITAL FD 2 18 97/TC	Feb 18 97	Sep 1 13	1,093.00	1,829.50	-736.50
100	THAI CAPITAL FD 5 15 97/TC	May 15 97	Sep 1 13	1,093.00	1,679.50	-586.50

HERSEY FOUNDATION
Schedule D - Capital Gains and Losses
As of: December 31, 2013

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
100	THAI CAPITAL FD 5 8 97/TC	May 8 97	Sep 1 13	1,093.00	1,729.50	-636.50
100	THAI CAPITAL FD 6 20 97/TC	Jun 20 97	Sep 1 13	1,093 00	1,654.50	-561.50
100	THORNBURG MTG 11 1 06/TMA	Nov 1 06	Jan 7 13	0.00	25,245.25	-25,245 25
100	THORNBURG MTG 11 10 06/TMA	Nov 10 06	Jan 7 13	0.00	24,845.15	-24,845 15
100	THORNBURG MTG 11 13 06/TMA	Nov 13 06	Jan 7 13	0.00	24,855.15	-24,855.15
100	THORNBURG MTG 11 16 06/TMA	Nov 16 06	Jan 7 13	0.00	25,254 62	-25,254.62
100	THORNBURG MTG 11 21 06/TMA	Nov 21 06	Jan 7 13	0.00	25,354.75	-25,354.75
100	THORNBURG MTG 11 22 06/TMA	Nov 22 06	Jan 7 13	0 00	25,465 25	-25,465 25
100	THORNBURG MTG 12 4 06/TMA	Dec 4 06	Jan 7 13	0 00	25,655 25	-25,655.25
100	THORNBURG MTG 9 18 06/TMA	Sep 18 06	Jan 7 13	0.00	25,064.95	-25,064.95
100	THORNBURG MTG 9 20 06/TMA	Sep 20 06	Jan 7 13	0.00	25,479.25	-25,479.25
100	THORNBURG MTG 9 27 06/TMA	Sep 27 06	Jan 7 13	0.00	25,655.05	-25,655 05
100	THORNBURG MTGE 8 15 06/TMA	Aug 15 06	Jan 7 13	0.01	23,782.25	-23,782.24
100	THORNBURG MTGE 9 21 06/TMA	Sep 21 06	Jan 7 13	0 00	25,294.85	-25,294 85
18	TIME WAR CAB 1 12 07/TWC_SLD#1	Mar 30 09	Oct 25 13	2,110.68	1,226 42	884 26
17	TIME WAR CAB 1 15 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,458.19	535 23
17	TIME WAR CAB 1 16 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,469 31	524.11
17	TIME WAR CAB 1 17 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,467 86	525.56
83	TIME WAR CAB 1 2 01/TWC	Mar 30 09	Oct 25 13	9,732.57	8,228.65	1,503 92
33	TIME WAR CAB 1 24 02/TWC	Mar 30 09	Oct 25 13	3,869.57	2,813 81	1,055.76
17	TIME WAR CAB 1 28 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,378.93	614 49
42	TIME WAR CAB 1 3 01/TWC	Mar 30 09	Oct 25 13	4,924 91	4,165 19	759.72
34	TIME WAR CAB 1 30 02/TWC	Mar 30 09	Oct 25 13	3,986.79	2,448 92	1,537.87
17	TIME WAR CAB 1 31 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,296.77	696.65
17	TIME WAR CAB 1 7 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,564 51	428.91
17	TIME WAR CAB 1 8 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,567.90	425.52
13	TIME WAR CAB 11 23 99/TWC	Mar 30 09	Oct 25 13	1,524 38	1,507.79	16 59
25	TIME WAR CAB 12 19 00/TWC	Mar 30 09	Oct 25 13	2,931.50	3,181.10	-249 60
25	TIME WAR CAB 12 22 00/TWC	Mar 30 09	Oct 25 13	2,931.50	2,770.31	161.19
33	TIME WAR CAB 12 31 01/TWC	Mar 30 09	Oct 25 13	3,869.57	3,212.03	657.54
17	TIME WAR CAB 2 1 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,249.41	744.01
17	TIME WAR CAB 2 25 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,159 70	833.72
17	TIME WAR CAB 2 28 00/TWC	Mar 30 09	Oct 25 13	1,993 42	2,949.13	-955 71
17	TIME WAR CAB 2 4 02/TWC	Mar 30 09	Oct 25 13	1,993 42	1,227 18	766.24
17	TIME WAR CAB 3 15 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,278 59	714.83
17	TIME WAR CAB 3 18 02/TWC	Mar 30 09	Oct 25 13	1,993.42	1,311.45	681 97
33	TIME WAR CAB 3 31 00/TWC	Mar 30 09	Oct 25 13	3,869.57	6,368.37	-2,498.80
17	TIME WAR CAB 4 3 01/TWC	Mar 30 09	Oct 25 13	1,993.42	1,789.24	204.18
33	TIME WAR CAB 7 18 01/TWC	Mar 30 09	Oct 25 13	3,869.57	4,442.47	-572 90
17	TIME WAR CAB 8 15 01/TWC	Mar 30 09	Oct 25 13	1,993.42	1,902.81	90.61
170	TIME WARNER 1 12 07/TWX	Jan 12 07	Apr 17 13	10,044.93	8,224.83	1,820 10
163	TIME WARNER 1 12 07/TWX_SLD#1	Jan 12 07	Apr 11 13	9,668.58	7,886.16	1,782.42
67	TIME WARNER 1 15 02/TWX	Jan 15 02	Apr 11 13	3,974.20	4,119 50	-145 30
67	TIME WARNER 1 16 02/TWX	Jan 16 02	Apr 10 13	3,972.35	4,150.89	-178.54
35	TIME WARNER 1 17 02/TWX	Jan 17 02	Apr 11 13	2,076 08	2,166.24	-90.16
32	TIME WARNER 1 17 02/TWX_SLD#1	Jan 17 02	Apr 10 13	1,897.24	1,980.56	-83 32
333	TIME WARNER 1 2 01/TWX	Jan 2 01	Apr 10 13	19,743 17	23,246.27	-3,503.10
133	TIME WARNER 1 24 02/TWX	Jan 24 02	Apr 11 13	7,889.08	7,949.21	-60 13
67	TIME WARNER 1 28 02/TWX	Jan 28 02	Apr 11 13	3,974.20	3,895.60	78.60
167	TIME WARNER 1 3 01/TWX	Jan 3 01	Apr 10 13	9,901.23	11,766 85	-1,865 62

HERSEY FOUNDATION
Schedule D - Capital Gains and Losses
As of: December 31, 2013

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
134	TIME WARNER 1 30 02/TWX	Jan 30 02	Apr 11 13	7,948.40	6,918.43	1,029 97
67	TIME WARNER 1 31 02/TWX	Jan 31 02	Apr 11 13	3,974.20	3,663 50	310.70
67	TIME WARNER 1 7 02/TWX	Jan 7 02	Apr 10 13	3,972.35	4,419.85	-447.50
67	TIME WARNER 1 8 02/TWX	Jan 8 02	Apr 10 13	3,972 35	4,429.41	-457 06
333	TIME WARNER 11 15 06/TWX	Nov 15 06	May 6 13	20,137 97	14,192 29	5,945 68
1	TIME WARNER 11 2 06/TWX	Nov 2 06	Jul 23 13	62.15	42.61	19.54
665	TIME WARNER 11 2 06/TWX_SLD#1	Nov 2 06	May 6 13	40,215.47	28,333 35	11,882 12
2	TIME WARNER 11 20 06/TWX	Nov 21 06	May 6 13	120.95	87 88	33 07
331	TIME WARNER 11 20 06/TWX_SLD#1	Nov 21 06	Apr 23 13	19,894.03	14,544.62	5,349 41
236	TIME WARNER 11 22 06/TWX	Nov 22 06	Apr 23 13	14,184.26	10,412 84	3,771 42
97	TIME WARNER 11 22 06/TWX_SLD#1	Nov 22 06	Apr 17 13	5,731.52	4,279.85	1,451 67
50	TIME WARNER 11 23 99/TWX	Nov 23 99	Apr 10 13	2,964.44	4,211.34	-1,246.90
333	TIME WARNER 11 6 06/TWX	Nov 6 06	Jul 23 13	20,697.77	14,102 33	6,595.44
333	TIME WARNER 11 7 06/TWX	Nov 7 06	Jul 23 13	20,697.77	14,164.88	6,532.89
333	TIME WARNER 11 9 06/TWX	Nov 9 06	Jul 23 13	20,697.77	14,031.34	6,666.43
100	TIME WARNER 12 19 00/TWX	Dec 19 00	Apr 10 13	5,928.88	8,986.67	-3,057 79
333	TIME WARNER 12 20 06/TWX	Dec 20 06	Apr 17 13	19,676.24	15,655 06	4,021.18
100	TIME WARNER 12 22 00/TWX	Dec 22 00	Apr 23 13	6,010.28	7,826.20	-1,815.92
133	TIME WARNER 12 3 01/TWX	Dec 31 01	Apr 10 13	7,885.41	9,074.18	-1,188.77
333	TIME WARNER 12 5 06/TWX	Dec 5 06	Apr 23 13	20,014.23	14,657.55	5,356.68
67	TIME WARNER 2 1 02/TWX	Feb 1 02	Apr 11 13	3,974 20	3,529.70	444.50
67	TIME WARNER 2 22 02/TWX	Feb 22 02	Apr 17 13	3,958.89	3,109 70	849 19
67	TIME WARNER 2 25 02/TWX	Feb 25 02	Apr 11 13	3,974.20	3,276.27	697 93
67	TIME WARNER 2 28 00/TWX	Feb 28 00	Apr 10 13	3,972.35	8,312.29	-4,339.94
67	TIME WARNER 2 4 02/TWX	Feb 4 02	Apr 11 13	3,974.20	3,466.89	507.31
67	TIME WARNER 3 15 02/TWX	Mar 15 02	Apr 11 13	3,974.20	3,612.11	362 09
66	TIME WARNER 3 18 02/TWX	Mar 18 02	Apr 11 13	3,914.88	3,704 95	209.93
133	TIME WARNER 3 31 00/TWX	Mar 30 00	Apr 10 13	7,885.41	17,949.56	-10,064.15
67	TIME WARNER 4 3 01/TWX	Apr 3 01	Apr 10 13	3,972.35	5,054 71	-1,082 36
333	TIME WARNER 5 4 07/TWX	May 4 07	Apr 17 13	19,676.24	15,079 25	4,596.99
133	TIME WARNER 7 18 01/TWX	Jul 18 01	Apr 10 13	7,885.41	12,550.15	-4,664 74
67	TIME WARNER 8 15 01/TWX	Aug 15 01	Apr 10 13	3,972.35	5,375.55	-1,403 20
0 01	WASH MUTUAL 11 12 07/STLMT	Nov 12 07	Oct 28 13	322.33	0.00	322 33
403	WELLS FARGO 10 4 12/WFC_SLD#1	Oct 4 12	Nov 21 13	17,625 96	14,517.77	3,108 19
199	WELLS FARGO 5 12 08/WFC	May 12 08	Jul 22 13	8,823 06	28,523.25	-19,700.19
199	WELLS FARGO 6 3 08/WFC	Jun 3 08	Jul 22 13	8,823 06	22,905.25	-14,082 19
199	WELLS FARGO 9 14 07/WFC	Sep 14 07	Jul 22 13	8,823 06	49,995 88	-41,172.82
	Total Long-term			2,343,691.92	2,546,670.80	-202,978.88
	TOTAL CAPITAL GAINS			2,649,334.25	2,804,014 62	-154,680 37

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
ROBERT W BAIRD & CO. INC - MONET MARKET	47.59	47.59	
UBS FINANCIAL SERVICES - CERTIFICATE OF DEPOSIT	20.18	20.18	
UBS FINANCIAL SERVICES - MONEY MARKET ACCOUNT	14.71	14.71	
TOTAL TO PART I, LINE 3	82.48	82.48	

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
SCHEDULE AVAILABLE	347,744.87	27,664.29	320,080.58	320,080.58	
TO PART I, LINE 4	347,744.87	27,664.29	320,080.58	320,080.58	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX FEES	21,780.00	0.00		21,780.00
TO FORM 990-PF, PG 1, LN 16B	21,780.00	0.00		21,780.00

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	3,201.63	0.00		0.00
FOREIGN TAXES ON DIVIDENDS	6,193.19	0.00		6,193.19
TO FORM 990-PF, PG 1, LN 18	9,394.82	0.00		6,193.19

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	25.00	0.00		25.00
UBS FINANCIAL SERVICES - SERVICE FEES	1,266.35	0.00		1,266.35
UBS FINANCIAL SERVICES FEE	225.00	0.00		225.00
TO FORM 990-PF, PG 1, LN 23	1,516.35	0.00		1,516.35

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK-SCHEDULE ATTACHED	11,330,668.75	11,003,694.43
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,330,668.75	11,003,694.43

FORM 990-PF LOANS PAYABLE TO OFFICERS, DIRECTORS, ETC. STATEMENT 7

LENDER'S NAME AND TITLE

EDWARD H. HAMM, VICE PRES, TREA. & DIRECTOR

DATE OF NOTE	MATURITY DATE	INTEREST RATE	TERMS OF REPAYMENT
01/28/02		.00%	ON DEMAND

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
NONE	INCREASE FOUNDATION INCOME

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	ORIGINAL LOAN AMOUNT	BALANCE DUE
CASH	0.00	200,000.00	200,000.00
TOTAL TO FORM 990-PF, PART II, LINE 20, COLUMN B			200,000.00

HERSEY FOUNDATION
Schedule of Securities
December 31, 2013

Ave. Cost per Share	CORPORATE STOCKS	Shares	Cost	Market Value December 31, 2013
36 85	ADT Corp	1,325	48,825.43	53,622.75
34.43	AT&T Inc	2,000	68,861 25	70,320.00
18.59	Alcatel-Lucent Spon ADR	117	2,175.06	514 80
56.82	American International Group Inc.	15,316	870,304.50	781,881 80
37.16	AOL Inc.	589	21,887.47	27,459 18
19.55	Applied Materials Inc.	4,000	78,186.75	70,720.00
44.64	BP PLC Spon ADR	4,000	178,553.87	194,440.00
24.79	Bank of America Corp.	12,000	297,531.95	186,840.00
14.02	Blackrock Real Asset Equity Trust	3,084	43,251.62	26,861.64
37.46	Brookfield Total Return Fund	600	22,476.75	14,256 00
18.70	CenterPoint Energy	2,400	44,875.98	55,632.00
19.46	Chorus Ltd	8,147	158,538.67	47,334.07
69.76	Ciena Corp.	2,457	171,409.51	58,796.01
28.11	Cisco Systems Inc	28,900	812,461.04	648,227.00
42.86	CitiGroup Inc.	4,320	185,145.79	225,115 20
25.46	Comcast Corporation	1,551	39,487 37	80,597 72
29.29	Cornerstone Strategic Value Fund Inc.	1,370	40,124.39	9,042 00
15.34	DWS High Income Trust	21,594	331,346.97	197,369 16
30.43	EMC Corp Mass	18,600	566,028.48	467,790 00
28.23	Enerplus Resources	200	5,645.79	3,636 00
13.28	Equus II Inc.	2,634	34,984.00	5,241 66
58.35	Fannie Mae	1,400	81,695.35	4,214.00
18.21	Fifth Third Bancorp	30,000	546,427.39	630,900 00
38.01	First Industrial Realty Trust	2,200	83,618 35	38,390 00
9.19	Frontier Communications	2,000	18,375 59	9,300 00
19.26	General Electric	44,400	855,224.96	1,244,532.00
23.87	General Growth Properties	2,247	53,643.93	45,097 29
41.12	India Fund Inc	1,069	43,957.72	21,380 00
22.65	Intel Corp.	12,800	289,880.58	332,224.00
32.20	Istar Financial Inc.	21,000	676,295.74	299,670 00
47.18	Johnson & Johnson Company	1,176	55,485.32	107,709 84
18 81	LSI Logic Corp.	88	1,655.59	971 08
35 20	Medtronic Inc.	1,000	35,199 18	57,390.00
38 81	Merck & Co.	3,176	123,253 34	158,958 80
26.60	Microsoft Corp.	4,000	106,408.57	149,640 00
41 63	Moduslink Global Solutions Inc.	420	17,485.75	2,402.40
13.74	New York Community Bancorp	27,000	371,088.72	454,950 00
45 64	Nextra Energy Inc	4,800	219,091.10	410,976.00
42.25	Pentair Ltd	635	26,827.14	49,320.45
18 06	Pfizer Inc.	5,000	90,302.17	153,150 00
61 82	Procter & Gamble	1,000	61,823.65	81,410 00
8.27	Prudential High Yield Fund Class A	4,061.807	33,588 46	23,274 15
34 63	Redwood Trust Inc.	32,400	1,122,147 74	627,588 00
14 64	Service Corp International	2,000	29,277.15	36,260.00
65 62	Source Capital Inc.	4,000	262,479 22	268,400 00
65 45	Symantec	300	19,635.39	7,074 00
2 48	Telecom Corp New Zealand	203,685	505,739 00	386,390 45
45 60	Thermo Fisher Scientific	1,000	45,600.82	111,350 00
68 42	3M Company	3,000	205,247.55	420,750 00
61.80	Time Warner Cable Inc.	1,000	61,801.81	135,500.00
28.36	Tyco International Ltd	2,650	75,163.95	108,756 00
801.77	WMI Hldgs Corp	100	80,177.38	282 00
34.02	Waste Management Inc	2,000	68,043.25	89,740 00

HERSEY FOUNDATION
Schedule of Securities
December 31, 2013

Ave. Cost per Share	CORPORATE STOCKS	Shares	Cost	Market Value December 31, 2013
33.82	Wells Fargo & Co.	26,597	899,548.00	1,207,503 80
16.93	Westcore Blue Chip Fund	6,505.333	110,133.88	70,973 18
32.24	Weyerhaeuser Co.	1,000	32,242.37	31,570 00
			11,330,668.75	11,003,694 43