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Form 990-PF

Return of Private Foundation

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

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- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2013

Open to Public
Inspection

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

Name of foundation THE HERSH FOUNDATION		A Employer identification number 75-2720646			
Number and street (or P O box number if mail is not delivered to street address) 5221 N OCONNOR BLVD NO 1200		B Telephone number (see instructions) (972) 432-3842			
City or town, state or province, country, and ZIP or foreign postal code IRVING, TX 75039		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 29,151,315		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>			
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)
1 Contributions, gifts, grants, etc , received (attach schedule)		6,179,891			
2 Check ► if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.		395,832	395,832		
5a Gross rents					
b Net rental income or (loss) -2,313					
6a Net gain or (loss) from sale of assets not on line 10		47,390			
b Gross sales price for all assets on line 6a 7,462,235					
7 Capital gain net income (from Part IV, line 2) . . .			1,898,430		
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)		60,492	60,492		
12 Total. Add lines 1 through 11		6,683,605	2,354,754		
13 Compensation of officers, directors, trustees, etc		0	0		0
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)		6,864	0		6,864
b Accounting fees (attach schedule)		5,450	2,725		2,725
c Other professional fees (attach schedule)		70,994	70,994		0
17 Interest		323	323		0
18 Taxes (attach schedule) (see instructions)		40,652	1,652		0
19 Depreciation (attach schedule) and depletion . . .					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)		47,636	2,313		29,763
24 Total operating and administrative expenses.					
Add lines 13 through 23		171,919	78,007		39,352
25 Contributions, gifts, grants paid.		2,317,361			2,317,361
26 Total expenses and disbursements. Add lines 24 and 25		2,489,280	78,007		2,356,713
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		4,194,325			
b Net investment income (if negative, enter -0-) . . .			2,276,747		
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	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets				
1	Cash—non-interest-bearing	4,518	-8,768	-8,768
2	Savings and temporary cash investments	15,350,179	7,963,789	7,963,789
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)	7,457,690	15,490,432	17,502,804
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)	486,061	3,735,052	3,690,890
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)	0	2,600	2,600
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	23,298,448	27,183,105	29,151,315
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	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 ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	23,298,448	27,183,105	
30	Total net assets or fund balances (see page 17 of the instructions)	23,298,448	27,183,105	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	23,298,448	27,183,105	

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	23,298,448
2	Enter amount from Part I, line 27a	2	4,194,325
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	27,492,773
5	Decreases not included in line 2 (itemize) ►	5	309,668
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,183,105

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.)
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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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 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	1,898,430
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	1,733,225	10,093,993	0.171709
2011	3,206,262	4,442,569	0.721713
2010	2,273,801	5,511,753	0.412537
2009	2,278,740	7,102,262	0.320847
2008	2,381,414	11,007,759	0.216340

2 Total of line 1, column (d).	2	1 843146
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	0.368629
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	23,271,303
5 Multiply line 4 by line 3.	5	8,578,477
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	22,767
7 Add lines 5 and 6.	7	8,601,244
8 Enter qualifying distributions from Part XII, line 4.	8	2,356,713

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	45,535
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	45,535
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	45,535
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,068
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	46,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	54,068
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,533
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 8,533 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
1b	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
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
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 <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ►WWW HERSHFOUNDATION.ORG

14	The books are in care of ►MS LAUREN MINCH	Telephone no ►(972) 432-3842
	Located at ►5221 N OCONNOR BLVD NO 1200 IRVING TX	ZIP +4 ►75039

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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?	Yes	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception . Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b	
	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	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 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	
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7b	
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
KENNETH A HERSH 125 E JOHN CARPENTER FREEWAY 600 IRVING, TX 75062	PRESIDENT/TREASURER 1 00	0	0	0
RICHARD L COVINGTON 125 E JOHN CARPENTER FREEWAY 600 IRVING, TX 75062	TRUSTEE 1 00	0	0	0
JULIE K HERSH 125 E JOHN CARPENTER FREEWAY 600 IRVING, TX 75062	VICE PRESIDENT/SECRETARY 1 00	0	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
NONE				
Total number of other employees paid over \$50,000.				0

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
NONE		

Part IX-A Summary of Direct Charitable Activities

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

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	12,219,338
b	Average of monthly cash balances.	1b	10,110,656
c	Fair market value of all other assets (see instructions).	1c	1,295,694
d	Total (add lines 1a, b, and c).	1d	23,625,688
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	23,625,688
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	354,385
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,271,303
6	Minimum investment return. Enter 5% of line 5.	6	1,163,565

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	1,163,565
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	45,535
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	45,535
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,118,030
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,118,030
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,118,030

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	2,356,713
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	2,356,713
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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).	6	2,356,713
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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				1,118,030
2 Undistributed income, if any, as of the end of 2013			0	
a Enter amount for 2012 only.		0		
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	1,833,622			
b From 2009.	1,924,471			
c From 2010.	1,999,045			
d From 2011.	2,984,730			
e From 2012.	1,259,540			
f Total of lines 3a through e.	10,001,408			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 2,356,713			0	
a Applied to 2012, but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.			1,118,030	
e Remaining amount distributed out of corpus	1,238,683			0
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:	11,240,091			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see 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)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	1,833,622			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	9,406,469			
10 Analysis of line 9				
a Excess from 2009.	1,924,471			
b Excess from 2010.	1,999,045			
c Excess from 2011.	2,984,730			
d Excess from 2012.	1,259,540			
e Excess from 2013.	1,238,683			

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	2,317,361
b Approved for future payment See Additional Data Table				
Total			► 3b	2,181,333

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Line	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							
4 Dividends and interest from securities.					18	395,832	
5 Net rental income or (loss) from real estate							
a Debt-financed property.							-2,311
b Not debt-financed property.							
6 Net rental income or (loss) from personal property							
7 Other investment income.					14	60,492	
8 Gain or (loss) from sales of assets other than inventory					18	47,390	
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		503,714	-2,311
13 Total Add line 12, columns (b), (d), and (e).					13	501,401	

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

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)
5400 SHS - POWERSHARES QQQ TRUST	P	2007-12-13	2013-05-07
20,000 SHS - ASSOCIATED ESTATES REALTY CORP	P	2012-10-05	2013-07-12
3000 SHS - SPDR GOLD TRUST	P	2009-11-19	2013-12-16
10000 SHS - CELANESE CORPORATION CMN SERIES A	P	2012-02-08	2013-05-07
8000 SHS - DOW CHEMICAL CO CMN	P	2012-01-04	2013-05-07
8000 SHS - DOW CHEMICAL CO CMN	P	2012-02-28	2013-05-07
6000 SHS - NEWMONT MINING CORPORATION	P	2012-02-07	2013-05-09
10000 SHS - MARKET VECTORS ETF	P	2012-02-23	2013-05-28
10000 SHS - FIFTH STREET FINANCE CORP	P	2012-04-17	2013-07-12
25000 SHS - FIFTH STREET FINANCE CORP	P	2012-03-08	2013-07-12
10000 SHS - GREENLIGHT CAPITAL RE LTD	P	2012-03-08	2013-07-12
120 SHS - GOOGLE INC	P	2012-10-19	2013-12-19
300 SHS - GOOGLE INC	P	2012-10-19	2013-12-19
500 SHS - GOOGLE INC	P	2011-08-18	2013-12-19
1000 SHS - GOOGLE INC	P	2011-04-15	2013-12-19
33000 SHS - FACEBOOK INC	P	2011-05-26	2013-12-20
FROM K-1 - THIRD POINT OFFSHORE LTD	P		
CAPITAL GAINS 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)
390,195		276,750	113,445
323,790		297,829	25,961
359,719		334,153	25,566
492,525		519,217	-26,692
274,928		239,862	35,066
274,928		275,506	-578
200,522		367,224	-166,702
536,494		530,822	5,672
105,857		91,532	14,325
264,643		242,570	22,073
254,466		237,476	16,990
130,635		81,700	48,935
326,587		204,409	122,178
544,312		256,880	287,432
1,088,623		535,375	553,248
1,794,925		1,072,500	722,425
55,555			55,555
43,531			43,531

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

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	
			113,445
			25,961
			25,566
			-26,692
			35,066
			-578
			-166,702
			5,672
			14,325
			22,073
			16,990
			48,935
			122,178
			287,432
			553,248
			722,425
			55,555
			43,531

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).

KENNETH A HERSH

JULIE K HERSH

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AFRICAN LEADERSHIP FOUNDATION PO BOX 7408 NEW YORK, NY 10005	NONE	509 (A) (1)	GENERAL OPERATING EXPENSES	10,000
AMERICAN FOUNDATION FOR SUICIDE PREVENTION BCM IN TEXAS MEDICAL CENTER HOUSTON, TX 77021	NONE	509 (A) (1)	OUT OF THE DARKNESS N TX COMMUNITY WALK	2,500
BAYLOR HEALTH CARE SYSTEM 3600 GASTON AVENUE SUITE 100 DALLAS, TX 75246	NONE	509 (A) (1)	ANNUAL FUND	1,500
BAYLOR HEALTHCARE SYSTEM FOUNDATION 3600 GASTON AVENUE SUITE 100 DALLAS, TX 75246	NONE	509 (A) (1)	FUND FOR BREASTCANCER IMMUNOTHERAPY & ANNUAL FUND	21,500
CONTACT CRISIS LINE PO BOX 800742 DALLAS, TX 75380	NONE	509 (A) (1)	SALARY FOR THE STAFFING	18,000
DALLAS CHILDREN'S THEATER 5938 SKILLMAN DALLAS, TX 75231	NONE	509 (A) (2)	DONATION	15,000
DALLAS MUSEUM OF ART 1717 NORTH HARWOOD DALLAS, TX 75201	NONE	509 (A) (1)	DONATION	14,620
DALLAS MUSEUM OF ART 1717 NORTH HARWOOD DALLAS, TX 75201	NONE	509 (A) (1)	ISLAMIC CULTURAL INITIATIVE	5,000
DALLAS THEATER CENTER 2400 FLORA ST 8TH FLOOR DALLAS, TX 75201	NONE	509 (A) (1)	DONATION	50,000
DOMINGO SAVIO INSTITUTE 2910 KERRY FOREST PKWY D4-195 TALLAHASSEE, FL 32309	NONE	509 (A) (1)	MI CLUB PROGRAM	16,667
EDUCATIONAL FIRST STEPS 2800 SWISS AVENUE DALLAS, TX 75204	NONE	509 (A) (1)	FOUR STEPS TO EXCELLENCE	10,000
EPISCOPAL SCHOOL OF DALLAS 4100 MERRELL ROAD DALLAS, TX 75229	NONE	509 (A) (1)	LEGACY CAMPAIGN & 2012-2013 ANNUAL FUND	195,000
FOUNDATION FOR STUDENT COMMUNICATION INC PRINCETON UNIVERSITY 48 UNIVERSITY PLACE PRINCETON, NJ 08544	NONE	509 (A) (2)	BUSINESS TODAY	4,000
GALAXY COUNSELING CENTER 1025 SOUTH JUPITER ROAD GARLAND, TX 75042	NONE	509 (A) (1)	CHILD & FAMILY COUNSELING PROGRAM	10,000
GEORGE BUSH FOUNDATION 6116 NORTH CENTRAL EXPRESSWAY STE 400 DALLAS, TX 75206	NONE	509 (A) (1)	2013 REGIONAL DEBATES, SUPPORTING SPONSORSHIP OF 2013 CONFERENCE & HIGH SCHOOL ECONOMIC DEBATE	325,000
Total			► 3a	2,317,361

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GRANT HALLIBURTON FOUNDATION 601 HOMEWOOD DR PLANO, TX 75025	NONE	509 (A) (1)	TAG, YOU'RE IT!	10,000
HARVARD UNIVERSITY 79 JOHN F KENNEDY STREET CAMBRIDGE, MA 02138	NONE	509 (A) (1)	ANNUAL MEMBERSHIP CONTRIBUTION	25,000
JEWISH FAMILY SERVICES 5402 ARAPAHO RD DALLAS, TX 75248	NONE	509 (A) (1)	FOR THE LOVE OF FAMILY	1,000
JEWISH FEDERATION OF GREATER DALLAS 7800 NORTHAVEN ROAD DALLAS, TX 75230	NONE	509 (A) (1)	DONATION	1,500
KERA 3000 HARRY HINES BLVD DALLAS, TX 75201	NONE	509 (A) (1)	DONATION	10,000
LETOT CENTER CAPITAL FOUNDATION 8214 WESTCHESTER DRIVE SUITE 850 DALLAS, TX 75225	NONE	509 (A) (1)	LETOT GIRL'S RESIDENTIAL TREATMENT CENTER CONSTRUCTION CAMPAIGN	33,333
MUSEUM OF NATURE & SCIENCE PO BOX 600610 DALLAS, TX 75315	NONE	509 (A) (1)	TOM HUNT ENERGY HALL & ANNUAL DONATION	666,667
NORTH TEXAS FOOD BANK 4500 SOUTH COCKRELL HILL RD DALLAS, TX 75236	NONE	509 (A) (1)	VIRTUAL AID DRIVE DONATION	500
NORTHWESTERN UNIVERSITY 1201 DAVIS ST EVANSTON, IL 60208	NONE	509 (A) (1)	NU PARENTS AND FAMILY GIVING FUND	5,000
PEACE 505 N TOMAHAWK DRIVE PORTLAND, OR 97217	NONE	509 (A) (1)	PUNTA DE MITA	5,000
PECOS CANYON VOLUNTEER FIRE AND POLICE PO BOX C-2 TERRERO, NM 87573	NONE	509 (A) (1)	GRANT	199,240
PHONIEX HOUSES OF TEXAS 164 W 74TH ST NEW YORK, NY 10023	NONE	509 (A) (1)	ADOLESCENT MEDICAL SERVICE & MENTAL HEALTH FOR HILL FEINBER	10,000
PLAN 13151 EMILY ROAD SUITE 240 DALLAS, TX 75240	NONE	509 (A) (1)	FINAL INSTALLMENT TO OPERATIONS FUNDING	32,500
PLANNED PARENTHOOD OF NORTH TEXAS INC 7424 GREENVILLE AVENUE SUITE 206 DALLAS, TX 75231	NONE	509 (A) (2)	TACT PROGRAM	20,000
PRINCETON UNIVERSITY 48 UNIVERSITY PLACE PRINCETON, NJ 08540	NONE	509 (A) (1)	ANNUAL GIVING CAMPAIGN	5,000
Total				2,317,361
			► 3a	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PRINCETON UNIVERSITY 48 UNIVERSITY PLACE PRINCETON, NJ 08544	NONE	509 (A)(1)	BENDHEIM CENTER FOR FINANCE	5,000
SALESMANSHIP CLUB 106 E TENTH STREET DALLAS, TX 75203	NONE	509 (A)(1)	MENTAL HEALTH PROGRAMS	10,000
SOUTHWEST MEDICAL FOUNDATION 5920 FOREST PARK DR STE 600 DALLAS, TX 75235	NONE	509 (A)(1)	DONATION	5,000
ST MARK'S SCHOOL OF TEXAS 10600 PRESTON ROAD DALLAS, TX 75230	NONE	509 (A)(1)	2012-2013 ST MARK'S FUND PLEDGE	25,000
ST PHILLIP'S SCHOOL AND COMMUNITY CENTER 1600 PENNSYLVANIA AVENUE DALLAS, TX 75215	NONE	509 (A)(1)	SPONSOR A CHILD	10,000
STANFORD UNIVERSITY 655 KNIGHT WAY STANFORD, CA 94305	NONE	509 (A)(1)	GSB NEW CAMPUS FUND	333,334
STANFORD UNIVERSITY 655 KNIGHT WAY STANFORD, CA 94305	NONE	509 (A)(1)	DEAN'S FUND	10,000
SUICIDE AND CRISIS CENTER 2808 SWISS AVENUE DALLAS, TX 75204	NONE	509 (A)(1)	FRESH FACES OF FASHION 2013	5,000
TEACH FOR AMERICA DALLAS FORT WORTH 350 N ST PAUL STREET STE 2800 DALLAS, TX 75201	NONE	509 (A)(1)	STAFFING FOR THE TEACHERS	15,000
TEMPLE EMANU-EL 8500 HILLCREST ROAD DALLAS, TX 75225	NONE	509 (A)(1)	2012-2013 ANNUAL CAMPAIGN & CONTRIBUTION NEDAVAH MEMORIAL	10,100
TEXAS RANGERS BASEBALL FOUNDATION 1000 BALLPARK WAY SUITE 400 ARLINGTON, TX 76011	NONE	509 (A)(1)	CHILDREN IN NEED & SPONSORSHIP FOR THE 2013 PARK PLACE	30,000
THE NAUDL 332 S MICHIGAN AVENUE STE 500 CHICAGO, IL 60604	NONE	509 (A)(1)	6TH ANNUAL DINNER & 2013 DONATION	50,000
THEATRE COMMUNICATIONS GROUP 520 EIGHTH AVE 24TH FLOOR NEW YORK, NY 10018	NONE	509 (A)(1)	2013 NATIONAL CONFERENCE	15,000
TOWN NORTH FAMILY YMCA 4332 NORTHAVEN DALLAS, TX 75229	NONE	509 (A)(1)	2013 YMCA ANNUAL PARTNERS CAMPAIGN	150
UNIVERSITY OF NOTRE DAME 1251 N EDDY STREET SUITE 300 SOUTH BEND, IN 46617	NONE	509 (A)(1)	MATCH - ALLOCATED TO ONE OF THREE BEHAVIORAL SPECIALISTS FOR STUDENTS & "IN THEIR SHOES LEARNING ABOUT MENTAL ILLNESS"	60,000
Total			► 3a	2,317,361

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNT FOUNDATION 1155 UNION CIRCLE DENTON, TX 76203	NONE	509 (A) (1)	MELTON-COCHRAN SCHOLARSHIP FUND	500
UPLIFT EDUCATION 1825 MARKET CENTER BLVD DALLAS, TX 75207	NONE	509 (A) (1)	IN MEMORY OF PHIL MONTGOMERY	5,000
URSULINE ACADEMY OF DALLAS 4900 WALNUT HILL LANE DALLAS, TX 75229	NONE	509 (A) (1)	ORGANIZATION WITH HEART - LUNCH WITH A VIEW SPEAKER SERIES	1,750
VISITING NURSE ASSOCIATION 1600 VICEROY DRIVE SUITE 400 DALLAS, TX 75235	NONE	509 (A) (1)	LEGENDS & LEADERS EVENT	2,500
VOGEL ALCOVE 7557 RAMBLER ROAD SUITE 262 DALLAS, TX 75231	NONE	509 (A) (1)	22ND ANNUAL PERFORMANCE EVENT BENEFITING VOGEL ALCOVE	500
Total			► 3a	2,317,361

2013

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.**Name of the organization**
THE HERSH FOUNDATION**Employer identification number**

75-2720646

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

Special Rules

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

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

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

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

Name of organization
 THE HERSH FOUNDATION
Employer identification number

75-2720646

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KENNETH A HERSH 125 E JOHN CARPENTER FREEWAY 600 IRVING, TX 75062	\$ 2,060,203	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	KENNETH A HERSH 125 E JOHN CARPENTER FREEWAY 600 IRVING, TX 75062	\$ 4,119,688	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE HERSH FOUNDATION	Employer identification number 75-2720646
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Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$
Use duplicate copies of Part III if additional space is needed

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

TY 2013 Accounting Fees Schedule

Name: THE HERSH FOUNDATION

EIN: 75-2720646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,450	2,725		2,725

TY 2013 Investments Corporate Stock Schedule

Name: THE HERSH FOUNDATION

EIN: 75-2720646

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN - EQUITIES	7,168,324	9,017,201
CHARLES SCHWAB - EQUITIES	6,322,108	6,485,603
ZEO CAPITAL PARTNERS - EQUITIES	2,000,000	2,000,000

TY 2013 Investments - Other Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLDMAN - ALTERNATIVE INVESTMENTS (GOLD)	FMV	0	0
JP MORGAN - ALTERNATIVE INVESTMENTS	FMV	2,134,578	2,092,860
SOVEREIGN BANK - CD	FMV	250,000	250,000
CONGRUENT CRDT OPPOR FUND III	FMV	131,908	132,615
JRK PLATFORM 3, LP	FMV	96,827	93,676
THIRD POINT OFFSHORE FUND	FMV	1,121,739	1,121,739

TY 2013 Legal Fees Schedule

Name: THE HERSH FOUNDATION

EIN: 75-2720646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,864	0		6,864

TY 2013 Other Assets Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE		2,220	2,220
OTHER RECEIVABLE		380	380

TY 2013 Other Decreases Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Description	Amount
CORRECT BASIS OF CONTRIBUTED SECURITIES	309,668

TY 2013 Other Expenses Schedule

Name: THE HERSH FOUNDATION

EIN: 75-2720646

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TERM LIFE INSURANCE PREMIUMS	15,560	0		0
PRINTING & COPYING	143	0		143
BANK FEES	72	0		72
JC SQUARED OFFICE EXPENSE	29,548	0		29,548
JRK PLATFORM 3, LP	2,313	2,313		0

TY 2013 Other Income Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CONGRUENT CREDIT OPPORTUNITIES FUND III, LP	-5,692	-5,692	-5,692
THIRD POINT OFFSHORE LTD	66,184	66,184	66,184

TY 2013 Other Professional Fees Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	70,994	70,994		0

TY 2013 Taxes Schedule

Name: THE HERSH FOUNDATION**EIN:** 75-2720646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	1,652	1,652		0
EXCISE TAX	39,000	0		0