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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE SIMONS FAMILY FOUNDATION		A Employer identification number 76-0537712
Number and street (or P O box number if mail is not delivered to street address) 2211 DRYDEN ROAD	Room/suite	B Telephone number (see instructions) (713) 650-2766
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 770301101		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 262,030	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	11,830	11,830	11,830	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,803			
	b Gross sales price for all assets on line 6a 1,803				
	7 Capital gain net income (from Part IV, line 2)		1,803		
	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)					
12 Total. Add lines 1 through 11	13,633	13,633	11,830		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	753	753	753	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	103			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	856	753	753	0
	25 Contributions, gifts, grants paid	11,750			11,750
26 Total expenses and disbursements. Add lines 24 and 25	12,606	753	753	11,750	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,027				
b Net investment income (if negative, enter -0-)		12,880			
c Adjusted net income (if negative, enter -0-)			11,077		

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			1	
	2	Savings and temporary cash investments	1,303	2,329	2,329	
	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)	196,986	196,986	259,701	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	198,289	199,316	262,030		
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			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	198,289	199,316		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see page 17 of the instructions)	198,289	199,316			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	198,289	199,316			

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	198,289
2	Enter amount from Part I, line 27a	2	1,027
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	199,316
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	199,316

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			

(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			
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) 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			
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	1,803
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	14,897	251,223	0.059298
2011	8,500	242,109	0.035108
2010	11,000	221,909	0.049570
2009	14,159	218,534	0.064791
2008	11,750	253,637	0.046326

2	Total of line 1, column (d).	2	0.255093
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	0.051019
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	251,692
5	Multiply line 4 by line 3.	5	12,841
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	129
7	Add lines 5 and 6.	7	12,970
8	Enter qualifying distributions from Part XII, line 4.	8	11,750

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax due'. Total amount owed is 258.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, expenditures, and reporting requirements. Columns for 'Yes' and 'No'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of HERBERT D SIMONS Telephone no (713) 650-2766 Located at 2211 DRYDEN ROAD HOUSTON TX ZIP +4 770301101			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country N/A	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			
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			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b			No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No




b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT D SIMONS  2211 DRYDEN HOUSTON, TX 77030	DIRECTOR 1 50	0	0	0
DAVID B SIMONS  2211 DRYDEN HOUSTON, TX 77030	DIRECTOR 0 50	0	0	0
EVERETT A MARLEY JR  1608 POTOMAC HOUSTON, TX 77057	DIRECTOR 0 50	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.

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		

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
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	249,746
b	Average of monthly cash balances.	1b	5,779
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	255,525
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	255,525
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,833
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	251,692
6	Minimum investment return. Enter 5% of line 5.	6	12,585

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	12,585
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	258
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	258
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	12,327
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	12,327
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	12,327

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	11,750
b	Program-related investments—total from Part IX-B.	1b	
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	11,750
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,750

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				12,327
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	615			
c From 2010.	85			
d From 2011.				
e From 2012.	2,542			
f Total of lines 3a through e.	3,242			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>11,750</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				11,750
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	577			577
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,665			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	2,665			
10 Analysis of line 9				
a Excess from 2009.	38			
b Excess from 2010.	85			
c Excess from 2011.				
d Excess from 2012.	2,542			
e Excess from 2013.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. _____

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

a The name, address, and telephone number 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 <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 11,750
b <i>Approved for future payment</i>				
Total				▶ 3b

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AFRICAN WILDLIFE ASSOC AFRICAN WILDLIFE ASSOCIATION 1400 SIXTEENTH ST NW 120 1400 SIXTEENTH ST NW 120 WASHINGTON,DC 20036	N/A	PUBLIC	GENERAL PURPOSE	250
ALASKA WILDERNESS LEAGUE ALASKA WILDERNESS LEAGUE 122 C STREET NW 240 122 C STREET NW 240 WASHINGTON,DC 20001	N/A	PUBLIC	GENERAL PURPOSE	250
ALZHEIMERS ASSOCIATION ALZHEIMERS ASSOCIATION 225 N MICHIGAN AVE 17 FL 225 N MICHIGAN AVE 17 FL CHICAGO,IL 60601	N/A	PUBLIC	GENERAL PURPOSE	250
AMERICAN CANCER SOCIETY AMERICAN CANCER SOCIETY 250 WILLIAMS ST NW 250 WILLIAMS ST NW ATLANTA,GA 30303	N/A	PUBLIC	GENERAL PURPOSE	500
AMERICAN KIDNEY FUND AMERICAN KIDNEY FOUNDATION 30 EAST 33RD ST 30 EAST 33RD ST NEW YORK,NY 10016	N/A	PUBLIC	GENERAL PURPOSE	250
AMERICAN RIVERS AMERICAN RIVERS 1101 14TH ST NW 1400 1101 14TH ST NW 1400 WASHINGTON,DC 20005	N/A	PUBLIC	GENERAL PURPOSE	250
CITIZENS FOR ANIMAL PROTECTION CITIZENS FOR ANIMAL PROTECTION 11925 KATY FREEWAY 11925 KATY FREEWAY HOUSTON,TX 77079	N/A	PUBLIC	GENERAL PURPOSE	500
ENVIRONMENTAL DEFENSE ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH 257 PARK AVENUE SOUTH NEW YORK,NY 10010	N/A	PUBLIC	GENERAL PURPOSE	250
HOUSTON GRAND OPERA HOUSTON GRAND OPERA 510 PRESTON ST 510 PRESTON ST HOUSTON,TX 77002	N/A	PUBLIC	GENERAL PURPOSE	500
HOUSTON HUMANE SOCIETY HOUSTON HUMANE SOCIETY 14700 ALMEDA RD 14700 ALMEDA RD HOUSTON,TX 77053	N/A	PUBLIC	GENERAL PURPOSE	250
HOUSTON SPCA HOUSTON SPCA 900 PORTWAY DR 900 PORTWAY DR HOUSTON,TX 77024	N/A	PUBLIC	GENERAL PURPOSE	250
INTERNATIONAL EXOTIC FELINE INC INTERNATIONAL EXOTIC FELINE SANCTUARY PO BOX 637 PO BOX 637 BOYD,TX 76023	N/A	PUBLIC	GENERAL PURPOSE	250
NATIONAL PARKS CONSERVATI NATIONAL PARKS & CONSERVATION ASSOC 1300 19TH ST NW 300 1300 19TH ST NW 300 WASHINGTON,DC 20036	N/A	PUBLIC	GENERAL PURPOSE	250
NATIONAL TRUST NATIONAL TRUST HEELIS KEMBLE DR HEELIS KEMBLE DR SWINDON,UNITED KINGDOM SN2 2NA UK	N/A	PUBLIC	GENERAL PURPOSE	250
NEW ENGLAND HISTORICAL NEW ENGLAND HISTORICAL GENEALOGICAL SOCIETY 101 NEWBURY STREET 101 NEWBURY STREET BOSTON,MA 02116	N/A	PUBLIC	GENERAL PURPOSE	1,500
Total				11,750

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD PLANNED PARENTHOOD 434 WEST 33RD ST 434 WEST 33RD ST NEW YORK, NY 10001	N/A	PUBLIC	GENERAL PURPOSE	250
STUDENT CONSERVATION ASSN STUDENT CONSERVATION ASSOCIATION 689 RIVER ROAD 689 RIVER ROAD CHARLESTOWN, NH 03603	N/A	PUBLIC	GENERAL PURPOSE	250
INTERNATIONAL FD FOR ANIMAL WELFARE INTERNATIONAL FUND FOR ANIMAL WELFARE 290 SUMMER STREET 290 SUMMER STREET YARMOUTH PORT, MA 02675	N/A	PUBLIC	GENERAL PURPOSE	250
THE NATURE CONSERVANCY THE NATURE CONSERVANCY 4245 N FAIRFAX DR 100 4245 N FAIRFAX DR 100 ARLINGTON, VA 22203	N/A	PUBLIC	GENERAL PURPOSE	250
YELLOWSTONE ASSOCIATION YELLOWSTONE ASSOCIATION PO BOX 117 PO BOX 117 YELLOWSTONE NATL PARK, WY 82190	N/A	PUBLIC	GENERAL PURPOSE	500
WORLD WILDLIFE FUND WORLD WILDLIFE FUND 1250 24TH ST NW 1250 24TH ST NW WASHINGTON, DC 20090	N/A	PUBLIC	GENERAL PURPOSE	250
CIVIL WAR PRESERVATION TRUST CIVIL WAR PRESERVATION TRUST 1156 15TH ST NW SUITE 900 1156 15TH ST NW SUITE 900 WASHINGTON, DC 200051717	N/A	PUBLIC	GENERAL PURPOSE	250
BOSTON ATHENAEUM BOSTON ATHENAEUM 10 1/2 BEACON ST 10 1/2 BEACON ST BOSTON, MA 02108	N/A	PUBLIC	GENERAL PURPOSE	1,750
ANIMAL RESCUE LEAGUE ANIMAL RESCUE LEAGUE 6620 HAMILTON AVE 6620 HAMILTON AVE PITTSBURGH, PA 15206	N/A	PUBLIC	GENERAL PURPOSE	1,250
DEFENDERS OF WILDLIFE DEFENDERS OF WILDLIFE 1130 17TH ST NW 1130 17TH ST NW WASHINGTON, DC 20036	N/A	PUBLIC	GENERAL PURPOSE	250
WILDERNESS SOCIETY WILDERNESS SOCIETY 1615 M ST NW 1615 M ST NW WASHINGTON, DC 20036	N/A	PUBLIC	GENERAL PURPOSE	250
TRUST FOR PUBLIC LAND TRUST FOR PUBLIC LAND 101 MONTGOMERY ST 101 MONTGOMERY ST SAN FRANCISCO, CA 94104	N/A	PUBLIC	GENERAL PURPOSE	250
CENTER TO PREVENT GUN VIOLENCE CENTER TO PREVENT GUN VIOLENCE 268 BUSH STREET 555 268 BUSH STREET 555 SAN FRANCISCO, CA 94104	N/A	PUBLIC	GENERAL PURPOSE	250
Total				11,750

TY 2013 Compensation Explanation

Name: THE SIMONS FAMILY FOUNDATION

EIN: 76-0537712

Person Name	Explanation
HERBERT D SIMONS	
DAVID B SIMONS	
EVERETT A MARLEY JR	

**TY 2013 Investments Corporate
Stock Schedule**

Name: THE SIMONS FAMILY FOUNDATION

EIN: 76-0537712

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHARES EXELON	4,588	10,956
800 SHARES EXXON MOBIL	20,487	80,960
6000 SHARES ALLIANCE BERNSTEIN INC	47,052	42,780
4000 SHARES WESTERN ASSET MANAGED HI	42,095	22,640
2000 SHARES WESTERN ASSET MANAGED HI	18,974	11,320
99.6579 SHRS WESTERN ASSET MANAGED H	1,004	564
567 SHARES EXXON MOBIL	37,693	57,380
265 SHARES CHEVRON CORP	25,093	33,101

TY 2013 Other Professional Fees Schedule

Name: THE SIMONS FAMILY FOUNDATION

EIN: 76-0537712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	753	753	753	

TY 2013 Taxes Schedule

Name: THE SIMONS FAMILY FOUNDATION

EIN: 76-0537712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INTERNAL REVENUE SERVICE FORM 99	103			