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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 12-01-2013 , and ending 11-30-2014

Name of foundation ROBERT H SMITH FAMILY FOUNDATION		A Employer identification number 52-1502273	
Number and street (or P O box number if mail is not delivered to street address) 2345 CRYSTAL DRIVE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code ARLINGTON, VA 22202		B Telephone number (see instructions) (703) 769-1023	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 36,232,516		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
J Accounting method ☒ Cash ☐ 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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	37	37		
	4 Dividends and interest from securities.	988,101	988,101		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	133,373			
	b Gross sales price for all assets on line 6a 14,636,008				
	7 Capital gain net income (from Part IV, line 2) . . .		133,373		
	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)	10,070	0		
	12 Total. Add lines 1 through 11	1,131,581	1,121,511		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	164,455	82,228		82,227
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,000	3,500		3,500
	c Other professional fees (attach schedule)				
	17 Interest	195	193		0
	18 Taxes (attach schedule) (see instructions)	3,673	1,054		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	123,705	123,117		308
	24 Total operating and administrative expenses. Add lines 13 through 23	299,028	210,092		86,035
	25 Contributions, gifts, grants paid	12,023,410			12,023,410
	26 Total expenses and disbursements. Add lines 24 and 25	12,322,438	210,092		12,109,445
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-11,190,857			
	b Net investment income (if negative, enter -0-)		911,419		
	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	2,364,240	466,703	466,703
	2	Savings and temporary cash investments	51,878	117,646	117,646
	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) ▶ _____ 15,866,422 Less allowance for doubtful accounts ▶ _____ 0	16,421,477	15,866,422	15,866,422
	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)	26,563,499 ☒	17,759,466	19,781,745
	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)	45,401,094	34,210,237	36,232,516
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	16,762	16,762	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	45,384,332	34,193,475	
	30	Total net assets or fund balances (see page 17 of the instructions)	45,401,094	34,210,237	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	45,401,094	34,210,237	

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	45,401,094
2	Enter amount from Part I, line 27a	2	-11,190,857
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	34,210,237
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	34,210,237

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)
1 a	PUBLICLY TRADED SECURITIES	P		
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 14,636,008		14,502,635	133,373
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			133,373
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	133,373
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	14,985,285	49,925,938	0 300150
2011	16,534,764	64,699,874	0 255561
2010	18,796,731	42,824,600	0 438924
2009	16,770,308	7,708,281	2 175622
2008	10,900,480	12,249,431	0 889876

2 Total of line 1, column (d).	2	4 060133
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 812027
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	39,514,356
5 Multiply line 4 by line 3.	5	32,086,724
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	9,114
7 Add lines 5 and 6.	7	32,095,838
8 Enter qualifying distributions from Part XII, line 4.	8	12,109,445

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	18,228
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)					
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	18,228
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	18,228
6		Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	19,423		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	24,423
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	6,195
11		Enter the amount of line 10 to be Credited to 2014 estimated tax 6,195 Refunded		11	0

Part VII-AStatements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.	1b		No
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 \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		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? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) DE, VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of MENACHEM M GOTTlieb Telephone no (703) 769-1023 Located at 2345 CRYSTAL DRIVE 11TH FLOOR ARLINGTON VA ZIP+4 22202			
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		
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	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.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	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		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?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<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)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHELLE SMITH	PRESIDENT	164,455	0	0
2345 CRYSTAL DRIVE ELEVENTH FLOOR ARLINGTON, VA 22202	30 00			
DAVID B SMITH	TREASURER	0	0	0
2345 CRYSTAL DRIVE ELEVENTH FLOOR ARLINGTON, VA 22202	0 00			
CLARICE R SMITH	SECRETARY	0	0	0
2345 CRYSTAL DRIVE ELEVENTH FLOOR ARLINGTON, VA 22202	0 00			
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		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	23,100,298
b	Average of monthly cash balances.	1b	1,149,376
c	Fair market value of all other assets (see instructions).	1c	15,866,423
d	Total (add lines 1a, b, and c).	1d	40,116,097
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	40,116,097
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	601,741
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	39,514,356
6	Minimum investment return. Enter 5% of line 5.	6	1,975,718

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	1,975,718
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	18,228
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	18,228
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,957,490
4	Recoveries of amounts treated as qualifying distributions.	4	10,070
5	Add lines 3 and 4.	5	1,967,560
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	1,967,560

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	12,109,445
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	12,109,445
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	12,109,445
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				1,967,560
2 Undistributed income, if any, as of the end of 2013				
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.	10,289,644			
b From 2009.	16,384,894			
c From 2010.	16,678,675			
d From 2011.	13,346,393			
e From 2012.	12,519,205			
f Total of lines 3a through e.	69,218,811			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 12,109,445				
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.				1,967,560
e Remaining amount distributed out of corpus	10,141,885			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	79,360,696			
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). . .	10,289,644			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	69,071,052			
10 Analysis of line 9				
a Excess from 2009. . . .	16,384,894			
b Excess from 2010. . . .	16,678,675			
c Excess from 2011. . . .	13,346,393			
d Excess from 2012. . . .	12,519,205			
e Excess from 2013. . . .	10,141,885			

Part XIV

4942(j)(3) or 4942(j)(5)

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:

■ 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))

CLARICE R SMITH

• 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	12,023,410
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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>				
AMERICAN ACADEMY IN ROME 7 EAST 60 ST NEWYORK,NY 10022		PC	DONATION	50,000
AMERICAN COMMITTEE FOR WEIZMANN INSTITUTE OF SCIENCE 7201 WISCONSIN AVE 730 BETHESDA,MD 20814		PC	DONATION	7,500
AMERICAN FRIENDS OF HEBREW UNIVERSITY 5100 WISCONSIN AVENUE NW 250 WASHINGTON,DC 20016		PC	DONATION	721,927
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVE 2450 NEWYORK,NY 10110		PC	DONATION	25,000
AMERICAN JEWISH COMMITTEE THE JACOB BLAUSTEIN BLDG 165 E 56TH ST 618 NEWYORK,NY 10022		PC	DONATION	15,000
ANTI-DEFAMATION LEAGUE 1100 CONNECTICUT AVE NW 1020 WASHINGTON,DC 20036		PC	DONATION	10,000
ARENA STAGE 1101 6TH ST NW WASHINGTON WASHINGTON,DC 20024		PC	DONATION	5,000
CHARLES E SMITH JEWISH DAY SCHOOL 1901 E JEFFERSON ST ROCKVILLE,MD 20852		PC	DONATION	110,000
CHILD MIND INSTITUTE 162 WEST 56TH ST 405 NEWYORK,NY 10019		PC	DONATION	5,000
CORCORAN GALLERY OF ART 500 17TH ST NW WASHINGTON,DC 20006		PC	DONATION	15,000
DCJCC 1529 16TH ST NW WASHINGTON,DC 20036		PC	DONATION	21,000
FOUNDATION FOR ART AND PRESERVATION IN EMBASSIES 1725 I ST NW 300 WASHINGTON,DC 20006		PC	DONATION	30,000
FRIENDS OF CANCER RESEARCH 1800 M ST NW 1050 SOUTH WASHINGTON,DC 20036		PC	DONATION	5,000
GEORGE WASHINGTON UNIVERSITY 2100 M ST NW 310 WASHINGTON,DC 20037		PC	DONATION	1,181,667
GEORGETOWN UNIVERSITY 3300 WHITEHAVEN ST NW 4000 WASHINGTON,DC 20007		PC	DONATION	100,000
Total			3a	12,023,410

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				
GESHER JEWISH DAY SCHOOL 8900 LITTLE RIVER TURNPIKE FAIRFAX,VA 22031		PC	DONATION	12,500
GETTYSBURG FOUNDATION 1195 BALTIMORE PIKE GETTYSBURG,PA 17325		PC	DONATION	100,000
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE,MD 20852		PC	DONATION	2,000
HIGHER ACHIEVEMENT 317 8TH ST NE WASHINGTON,DC 20002		PC	DONATION	10,000
JEWISH HISTORICAL SOCIETY 701 4TH ST NW 200 WASHINGTON,DC 20001		PC	DONATION	2,500
JEWISH NATIONAL FUND 42 EAST 69TH ST NEW YORK,NY 10021		PC	DONATION	2,500
MOUNT VERNON LADIES ASSOCIATION PO BOX 110 MOUNT VERNON,VA 22121		PC	DONATION	100,000
NATIONAL GALLERY OF ART 2000 SOUTH CLUB DRIVE LANDOVER,MD 20785		PC	DONATION	59,720
NATIONAL MUSEUM OF WOMEN IN THE ARTS 1250 NEW YORK AVE NW WASHINGTON,DC 20005		PC	DONATION	36,667
NATIONAL TRUST FOR HISTORIC PRESERVATION AFRH-W BOX 1315 3700 NORTH CAPITOL ST NW WASHINGTON,DC 20011		PC	DONATION	337,600
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK,NY 10024		PC	DONATION	1,156,567
NPR INC 1111 N CAPITOL ST NE WASHINGTON,DC 20002		PC	DONATION	8,000
PHILLIPS COLLECTION 1600 21ST ST NW WASHINGTON,DC 20009		PC	DONATION	25,000
SEED FOUNDATION 1776 MASSACHUSETTS AVE NW 600 WASHINGTON,DC 20036		PC	DONATION	5,000
SHAKESPEARE THEATRE COMPANY 516 8TH ST NE WASHINGTON,DC 20003		PC	DONATION	10,000
Total  3a				12,023,410

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				
SHALOM HARTMAN INSTITUTE OF NORTH AMERICA ONE PENNSYLVANIA PLAZA 1606 NEW YORK,NY 10019		PC	DONATION	25,000
SIXTH & I HISTORIC SYNAGOGUE 600 I STREET NW WASHINGTON,DC 20001		PC	DONATION	5,000
SMITHSONIAN AMERICAN ART MUSEUM PO BOX 37012 MRC 970 WASHINGTON,DC 20013		PC	DONATION	200,000
SUSAN G KOMEN FOR THE CURE 901 E ST 410 WASHINGTON,DC 20004		PC	DONATION	5,000
THE ASPEN INSTITUTE 1000 NORTH THIRD ST ASPEN,CO 81611		PC	DONATION	319,772
THE CENTER FOR MIND-BODY MEDICINE 5225 CONNECTICUT AVE NW WASHINGTON,DC 20015		PC	DONATION	5,000
THE FRICK COLLECTION 1 EAST 70TH ST NEW YORK,NY 10021		PC	DONATION	110,000
THE JOHNS HOPKINS UNIVERSITY 727 MAUMENEE BLDG 600 N WOLF ST BALTIMORE,MD 21287		PC	DONATION	350,000
THE JOHN F KENNEDY CENTER FOR PERFORMING ARTS 2700 F ST NW WASHINGTON,DC 20566		PC	DONATION	500,000
THE MONTPELIER FOUNDATION PO BOX 911 ORANGE,VA 22960		PC	DONATION	1,100,000
THOMAS JEFFERSON FOUNDATION 556 DETTOR ROAD 107 CHARLOTTESVILLE,VA 22903		PC	DONATION	2,025,000
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON,DC 20024		PC	DONATION	100,000
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION 2119 MAIN ADMIN BLDG COLLEGE PARK,MD 20742		PC	DONATION	2,608,490
VIRGINIA MUSEUM OF FINE ARTS FOUNDATION 200 N BOULEVARD RICHMOND,VA 23286		PC	DONATION	50,000
WASHINGTON NATIONAL OPERA 2700 F ST NW WASHINGTON,DC 20566		PC	DONATION	400,000
Total  3a				12,023,410

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>				
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVE NEW YORK, NY 10021		PC	DONATION	50,000
Total  3a				12,023,410

TY 2013 Accounting Fees Schedule

Name: ROBERT H SMITH FAMILY FOUNDATION

EIN: 52-1502273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,000	3,500		3,500

TY 2013 Investments Corporate Stock Schedule

Name: ROBERT H SMITH FAMILY FOUNDATION

EIN: 52-1502273

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEBT AND EQUITY SECURITIES	17,759,466	19,781,745

TY 2013 Other Expenses Schedule

Name: ROBERT H SMITH FAMILY FOUNDATION

EIN: 52-1502273

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	122,808	122,808		0
MISCELLANEOUS EXPENSES	897	309		308

TY 2013 Other Income Schedule

Name: ROBERT H SMITH FAMILY FOUNDATION

EIN: 52-1502273

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	10,070		10,070

TY 2013 Taxes Schedule**Name:** ROBERT H SMITH FAMILY FOUNDATION**EIN:** 52-1502273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX EXPENSE	2,619	0		0
FOREIGN TAX EXPENSE	1,054	1,054		0