

Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2016

Open to Public  
Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

<p>Name of foundation THE HERSH FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address) 5221 N OCONNOR BLVD NO 1200</p> <p>City or town, state or province, country, and ZIP or foreign postal code IRVING, TX 75039</p> <p><b>G</b> 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</p> <p><b>H</b> 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</p> <p><b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 37,109,102</p>		<p><b>A</b> Employer identification number 75-2720646</p> <p><b>B</b> Telephone number (see instructions) (972) 432-3842</p> <p><b>C</b> If exemption application is pending, check here ► <input type="checkbox"/></p> <p><b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/>  2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p><b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p><b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p><b>J</b> Accounting method      <input checked="" type="checkbox"/> Cash      <input type="checkbox"/> Accrual  <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p><b>Part I</b> <b>Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p>		<p><b>(a)</b> Revenue and expenses per books</p>	<p><b>(b)</b> Net investment income</p>	<p><b>(c)</b> Adjusted net income</p>	<p><b>(d)</b> Disbursements for charitable purposes (cash basis only)</p>
<p><b>Revenue</b></p> <p>1 Contributions, gifts, grants, etc., received (attach schedule)</p> <p>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B</p> <p>3 Interest on savings and temporary cash investments</p> <p>4 Dividends and interest from securities . . . . .</p> <p>5a Gross rents . . . . .</p> <p>b Net rental income or (loss) _____</p> <p>6a Net gain or (loss) from sale of assets not on line 10 . . . . .</p> <p>b Gross sales price for all assets on line 6a 12,873,304</p> <p>7 Capital gain net income (from Part IV, line 2) . . . . .</p> <p>8 Net short-term capital gain . . . . .</p> <p>9 Income modifications . . . . .</p> <p>10a Gross sales less returns and allowances 1,773</p> <p>b Less Cost of goods sold . . . . .</p> <p>c Gross profit or (loss) (attach schedule) . . . . .</p> <p>11 Other income (attach schedule) . . . . .</p> <p>12 <b>Total.</b> Add lines 1 through 11 . . . . .</p>		0	1,140,090	1,140,090	
<p><b>Operating and Administrative Expenses</b></p> <p>13 Compensation of officers, directors, trustees, etc . . . . .</p> <p>14 Other employee salaries and wages . . . . .</p> <p>15 Pension plans, employee benefits . . . . .</p> <p>16a Legal fees (attach schedule) . . . . .</p> <p>b Accounting fees (attach schedule) . . . . .</p> <p>c Other professional fees (attach schedule) . . . . .</p> <p>17 Interest . . . . .</p> <p>18 Taxes (attach schedule) (see instructions) . . . . .</p> <p>19 Depreciation (attach schedule) and depletion . . . . .</p> <p>20 Occupancy . . . . .</p> <p>21 Travel, conferences, and meetings . . . . .</p> <p>22 Printing and publications . . . . .</p> <p>23 Other expenses (attach schedule) . . . . .</p> <p>24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .</p> <p>25 Contributions, gifts, grants paid . . . . .</p> <p>26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .</p> <p>27 Subtract line 26 from line 12</p> <p>a <b>Excess of revenue over expenses and disbursements</b> . . . . .</p> <p>b <b>Net investment income</b> (if negative, enter -0-) . . . . .</p> <p>c <b>Adjusted net income</b> (if negative, enter -0-) . . . . .</p>		95,833	0	95,833	
		63,229	0	63,229	
		33,094	0	33,094	
		13,749	13,749	0	
		5,000	2,500	2,500	
		205,664	205,664	0	
		47,476	2,703	0	
		22,120	0	22,120	
		98,050	60,695	21,376	
		584,215	285,311	238,152	
		2,036,850		2,036,850	
		2,621,065	285,311	2,275,002	
		4,659,156			
			7,038,792		

	<b>Part II Balance Sheets</b>	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
	1 Cash—non-interest-bearing		52,603	4,808	4,808
	2 Savings and temporary cash investments		2,076,410	8,308,827	8,308,827
	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)		17,045,566	15,089,438	18,765,105
	c Investments—corporate bonds (attach schedule)		6,053,889	6,047,572	5,642,877
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		3,674,657	4,390,732	4,387,485
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ► _____)				
	16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)		28,903,125	33,841,377	37,109,102
	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 <b>Total liabilities</b> (add lines 17 through 22)		0	0	
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> 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		28,903,125	33,841,377	
	30 <b>Total net assets or fund balances</b> (see instructions)		28,903,125	33,841,377	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)		28,903,125	33,841,377	

**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	28,903,125
2	Enter amount from Part I, line 27a	2	4,659,156
3	Other increases not included in line 2 (itemize) ►	3	279,096
4	Add lines 1, 2, and 3	4	33,841,377
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	33,841,377

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a See Additional Data Table					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a See Additional Data Table					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	6,144,047	
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 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))
2015	2,328,703	26,564,563	0 087662
2014	1,433,267	28,494,125	0 050300
2013	2,356,713	23,271,303	0 101271
2012	1,733,225	10,093,993	0 171709
2011	3,206,262	4,442,569	0 721713
<b>2 Total</b> of line 1, column (d)			2 1 132655
<b>3 Average</b> 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 226531
<b>4 Enter</b> the net value of noncharitable-use assets for 2016 from Part X, line 5			4 28,462,305
<b>5 Multiply</b> line 4 by line 3			5 6,447,594
<b>6 Enter</b> 1% of net investment income (1% of Part I, line 27b)			6 70,388
<b>7 Add</b> lines 5 and 6			7 6,517,982
<b>8 Enter</b> qualifying distributions from Part XIII, line 4			8 2,275,002

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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	140,776
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	140,776
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	140,776
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	145,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	145,000
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	1,599
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	2,625
11	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> ►	11	0
	2,625	Refunded ►	

**Part VII-A Statements 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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?  <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>	Yes	No
1c	Did the foundation file <b>Form 1120-POL</b> for this year?	Yes	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?  <i>If "Yes," attach a detailed description of the activities</i>	Yes	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>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	Yes	No
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>	Yes	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?	Yes	No
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>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►TX		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	Yes	No
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)?  <i>If "Yes," complete Part XIV</i>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	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 ► [WWW.HERSHFOUNDATION.ORG](http://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 and enter the amount of tax-exempt interest received or accrued during the year. ► 15 15

16 At any time during calendar year 2016, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). 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)

(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 instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► 1b  No

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 2016? 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► 20\_\_\_\_, 20\_\_\_\_, 20\_\_\_\_, 20\_\_\_\_  Yes  No

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 2016 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 2016). 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 2016? 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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). (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 <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>		5b
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? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
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	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870</i>		6b No
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

— 10 —

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

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
KENNETH A HERSH 5221 N OCONNOR BLVD SUITE 1200 IRVING, TX 75039	CHAIRMAN 1 00	0	0	0
JAMES C COLLET 5221 N OCONNOR BLVD SUITE 1200 IRVING, TX 75039	SECRETARY/TREASURER 1 00	0	0	0
JULIE K HERSH 5221 N OCONNOR BLVD SUITE 1200 IRVING, TX 75039	PRESIDENT 40 00	95,833	590	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	Contributions to employee benefit plans and deferred (d) compensation	Expense account, (e) other allowances
NONE				
<b>Total</b> 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. . . . . ► 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 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	22,803,074
b	Average of monthly cash balances. . . . .	1b	2,217,084
c	Fair market value of all other assets (see instructions). . . . .	1c	3,875,583
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	28,895,741
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	28,895,741
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	433,436
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,462,305
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	1,423,115

**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ►  and do not complete this part )

1	Minimum investment return from Part X, line 6. . . . .	1	1,423,115
2a	Tax on investment income for 2016 from Part VI, line 5. . . . .	2a	140,776
b	Income tax for 2016 (This does not include the tax from Part VI). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	140,776
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	1,282,339
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	1,282,339
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	1,282,339

**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	2,275,002
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,275,002
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	2,275,002
<b>Note:</b> 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 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				1,282,339
<b>2</b> Undistributed income, if any, as of the end of 2016			0	
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .	2,984,730			
<b>b</b> From 2012. . . . .	1,259,540			
<b>c</b> From 2013. . . . .	1,238,683			
<b>d</b> From 2014. . . . .	21,714			
<b>e</b> From 2015. . . . .	1,054,031			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	6,558,698			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ► \$ 2,275,002			0	
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				1,282,339
<b>e</b> Remaining amount distributed out of corpus	992,663			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,551,361			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017. . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .	0			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .	2,984,730			
<b>9</b> <b>Excess distributions carryover to 2017.</b> Subtract lines 7 and 8 from line 6a. . . . .	4,566,631			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .	1,259,540			
<b>b</b> Excess from 2013. . . . .	1,238,683			
<b>c</b> Excess from 2014. . . . .	21,714			
<b>d</b> Excess from 2015. . . . .	1,054,031			
<b>e</b> Excess from 2016. . . . .	992,663			

**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 2016, 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 or email address of the person to whom applications should be addressed

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

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	2,036,850
<i>b Approved for future payment</i>				
<b>Total</b> . . . . .			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments.</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities.</b>			14	1,140,090	
<b>5 Net rental income or (loss) from real estate</b>					
a Debt-financed property.					
b Not debt-financed property.					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income.</b>			01	39,966	
<b>8 Gain or (loss) from sales of assets other than inventory</b>			14	6,144,047	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>	541900	1,773			
<b>11 Other revenue</b>					
a <u>JRK PLATFORM 3, LP K-1</u>					
b <u>CONGRUENT CREDIT FUND K-1</u>	532000	-51,168			
c	532000	5,513			
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e).</b>		-43,882		7,324,103	
<b>13 Total. Add line 12, columns (b), (d), and (e).</b>					7,280,221

(See worksheet in line 13 instructions to verify calculations )



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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PUBLICLY TRADED SECURITIES			
THIRDPPOINT OFFSHORE FUND LTD	P		
THE SOCIAL+CAPITAL PTRSHP III LP	P		
CONGRUENT CREDIT OPPORTUNITIES FUND III	P		
CEOII COINVESTMENT, L P	P		
CEOII COINVESTMENT (DE) L P	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
12,873,304		6,759,195	6,114,109
			24,835
			-1,005
			6,008
			26
			74

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

(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			6,114,109
			24,835
			-1,005
			6,008
			26
			74

**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)				
<b>a Paid during the year</b>				
AEI WORLD FORUM 1789 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATING EXPENSES	50,000
AJC DALLAS 12720 HILLCREST PLAZA DR 210 DALLAS, TX 75230	NONE	PC	GENERAL OPERATING EXPENSES	2,000
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 3535 MARKET ST 4047 PHILADELPHIA, PA 19104	NONE	PC	GENERAL OPERATING EXPENSES	2,600
ASSIST THE OFFICER FOUNDATION 1412 GRIFFEN STREET EAST DALLAS, TX 75215	NONE	PC	GENERAL OPERATING EXPENSES	10,000
ATTPAC 2403 FLORA ST DALLAS, TX 75201	NONE	PC	GENERAL OPERATING EXPENSES	5,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<b>a Paid during the year</b>				
BAYLOR HEALTHCARE SYSTEM FOUNDATION 3600 GASTON AVENUE SUITE 100 DALLAS, TX 75246	NONE	PC	GENERAL OPERATING EXPENSES	20,000
DALLAS BLACK DANCE THEATER 2700 ANN WILLIAMS WAY DALLAS, TX 75201	NONE	PC	GENERAL OPERATING EXPENSES	10,000
DALLAS CHILDRENS THEATER 5938 SKILLMAN ST DALLAS, TX 75231	NONE	PC	GENERAL OPERATING EXPENSES	10,000
DALLAS CITIZENS COUNCIL 901 MAIN ST 6212 DALLAS, TX 75202	NONE	PC	GENERAL OPERATING EXPENSES	3,750
DALLAS FOUNDATION 3963 MAPLE AVE 390 DALLAS, TX 75219	NONE	PC	GENERAL OPERATING EXPENSES	200
<b>Total . . . . . ►</b>				2,036,850
<b>3a</b>				

## 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)				
<b>a Paid during the year</b>				
DALLAS THEATER CENTER 2400 FLORA ST 8TH FLOOR DALLAS, TX 75201	NONE	PC	GENERAL OPERATING EXPENSES	265,200
DALLAS URBAN DEBATE ALLIANCE PO BOX 670564 DALLAS, TX 75367	NONE	PC	GENERAL OPERATING EXPENSES	20,000
DOMINGO SAVIO INSTITUTE 2910 KERRY FOREST PKWY D4-195 TALLAHASSEE, FL 32309	NONE	PC	GENERAL OPERATING EXPENSES	15,000
EPISCOPAL SCHOOL OF DALLAS 4100 MERRELL ROAD DALLAS, TX 75229	NONE	PC	GENERAL OPERATING EXPENSES	95,000
ESPERANZA INTERNATIONAL 2929 CANTON ST DALLAS, TX 75226	NONE	PC	GENERAL OPERATING EXPENSES	20,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<b>a Paid during the year</b>				
FOUNDATION FOR STUDENT COMMUNICATION INC 48 UNIVERSITY PL PRINCETON, NJ 08540	NONE	PC	GENERAL OPERATING EXPENSES	4,000
GALAXY COUNSELING CENTER 1025 S JUPITER RD GARLAND, TX 75042	NONE	PC	GENERAL OPERATING EXPENSES	10,000
GEORGE W BUSH PRESIDENTIAL CENTER 2943 SMU BOULEVARD DALLAS, TX 75205	NONE	PC	GENERAL OPERATING EXPENSES	100,000
GRANT HALLIBURTON 6390 LYNDON B JOHNSON FWY 106 DALALS, TX 75240	NONE	PC	GENERAL OPERATING EXPENSES	15,000
HARVARD UNIVERSITY MASSACHUSETTS HALL CAMBRIDGE, MA 02138	NONE	PC	GENERAL OPERATING EXPENSES	25,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<i>a Paid during the year</i>				
HONOR COURAGE COMMITMENT 13625 NEUTRON RD DALLAS, TX 75244	NONE	PC	GENERAL OPERATING EXPENSES	10,000
KERA 3000 HARRY HINES BOULEVARD DALLAS, TX 75201	NONE	PC	GENERAL OPERATING EXPENSES	15,000
MENTAL HEALTH AMERICA OF TEXAS 1210 SAN ANTONIO ST SUITE 204 AUSTIN, TX 78701	NONE	PC	GENERAL OPERATING EXPENSES	150
MOMENTOUS INSTITUTE 106 E TENTH STREET DALLAS, TX 75203	NONE	PC	GENERAL OPERATING EXPENSES	10,000
NATIONAL ASSOCIATION FOR URBAN DEBATE LEAGUES 200 S MICHIGAN AVE SUITE 1040 CHICAGO, IL 60604	NONE	PC	GENERAL OPERATING EXPENSES	50,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<b>a Paid during the year</b>				
NEXUS RECOVERY CENTER 8733 LA PRADA DRIVE DALLAS, TX 75228	NONE	PC	GENERAL OPERATING EXPENSES	250
NORTHWESTERN UNIVERSITY 633 CLARK ST EVANSTON, IL 60208	NONE	PC	GENERAL OPERATING EXPENSES	20,250
NURU INTERNATIONAL 5405 ALTON PARKWAY STE A-474 IRVINE, CA 92604	NONE	PC	GENERAL OPERATING EXPENSES	5,000
PEACE USA 505 N TOMAHAWK DRIVE PORTLAND, OR 97217	NONE	PC	GENERAL OPERATING EXPENSES	5,000
PEROT MUSEUM OF NATURE & SCIENCE 2201 N FIELD ST DALLAS, TX 75201	NONE	PC	GENERAL OPERATING EXPENSES	2,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<i>a Paid during the year</i>				
PRINCETON UNIVERSITY 48 UNIVERSITY PLACE PRINCETON, NJ 08544	NONE	PC	GENERAL OPERATING EXPENSES	5,000
RESOURCE CENTER 2701 REAGAN STREET DALLAS, TX 75219	NONE	PC	GENERAL OPERATING EXPENSES	5,000
SILVER HILL HOSPITAL 208 VALLEY ROAD NEW CANAAN, CT 06840	NONE	PC	GENERAL OPERATING EXPENSES	1,000
SOUTHWESTERN MEDICAL FOUNDATION 5920 FOREST PARK DR STE 600 DALLAS, TX 75235	NONE	PC	GENERAL OPERATING EXPENSES	1,000,000
SOUTHWESTERN METHODIST UNIVERSITY 6425 BOAZ LANE DALLAS, TX 75205	NONE	PC	GENERAL OPERATING EXPENSES	2,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<b>a Paid during the year</b>				
ST MARK'S SCHOOL OF TEXAS 10600 PRESTON ROAD DALLAS, TX 75230	NONE	PC	GENERAL OPERATING EXPENSES	27,000
ST PHILIP'S SCHOOL & COMMUNICATION CENTER 1600 PENNSYLVANIA AVENUE DALLAS, TX 75215	NONE	PC	GENERAL OPERATING EXPENSES	10,000
ST RITA'S CATHOLIC CHURCH 12521 INWOOD ROAD DALLAS, TX 75244	NONE	PC	GENERAL OPERATING EXPENSES	1,000
STANFORD GRADUATE SCHOOL OF BUSINESS 655 KNIGHT WAY STANFORD, CA 94305	NONE	PC	GENERAL OPERATING EXPENSES	100,000
TEMPLE EMANU-EL 8500 HILLCREST ROAD DALLAS, TX 75225	NONE	PC	GENERAL OPERATING EXPENSES	50,000
<b>Total . . . . . ►</b>				2,036,850
<b>3a</b>				

## 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)				
<i>a Paid during the year</i>				
TEXAS RANGERS FOUNDATION 1000 BALLPARK WAY STE 400 ARLINGTON, TX 76011	NONE	PC	GENERAL OPERATING EXPENSES	10,000
THEATRE COMMUNICATIONS GROUP 520 EIGHTH AVE 24TH FL NEW YORK, NY 10018	NONE	PC	GENERAL OPERATING EXPENSES	6,500
THE RYAN ANTHONY FOUNDATION - CANCER BLOWS 1515 NORTH TOW EAST BLVD STE 138-449 DALLAS, TX 75150	NONE	PC	GENERAL OPERATING EXPENSES	750
THE TEXAS IRISH FOUNDATION 4510 SAN GABRIEL DR DALLAS, TX 75229	NONE	PC	GENERAL OPERATING EXPENSES	200
UNIVERSITY OF NOTRE DAME 1251 N EDDY STREET SOUTH BEND, IN 46617	NONE	PC	GENERAL OPERATING EXPENSES	10,000
<b>Total . . . . .</b>				2,036,850
<b>3a</b>				

## 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)				
<i>a Paid during the year</i>				
VOGEL ALCOVE 1738 GANO ST DALLAS, TX 75215	NONE	PC	GENERAL OPERATING EXPENSES	3,000
YMCA OF METROPOLITAN DALLAS 1621 W WALNUT HILL LN IRVING, TX 75038	NONE	PC	GENERAL OPERATING EXPENSES	5,000
<b>Total . . . . .</b>			►	2,036,850
<b>3a</b>				

## TY 2016 Accounting Fees Schedule

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

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,000	2,500		2,500

## TY 2016 General Explanation Attachment

**Name:** THE HERSH FOUNDATION

**EIN:** 75-2720646

### General Explanation Attachment

Identifier	Return Reference	Explanation	
1	FURNISHING OF FACILITIES	FORM 990-PF, PART VII-B, LINE 1A(3)	DURING THE YEAR, THE ORGANIZATION CONDUCTED ITS OPERATIONS OUT OF THE OFFICE OF HERSH FAMILY INVESTMENTS KENNETH A HERSH IS THE CHAIRMAN OF HERSH FAMILY INVESTMENTS AND CHAIRMAN OF THE HERSH FOUNDATION THE OFFICE SPACE IS DONATED BY HERSH FAMILY INVESTMENTS

## TY 2016 Investments Corporate Bonds Schedule

**Name:** THE HERSH FOUNDATION

**EIN:** 75-2720646

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ZEO CAPITAL PARTNERS - CORPORATE BONDS	0	0
US BANK	6,047,572	5,642,877

## TY 2016 Investments Corporate Stock Schedule

**Name:** THE HERSH FOUNDATION

**EIN:** 75-2720646

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
GOLDMAN - EQUITIES	12,246,465	15,232,927
CHARLES SCHWAB - EQUITIES	2,842,973	3,532,178

## TY 2016 Investments - Other Schedule

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

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
CONGRUENT CREDIT OPPORTUNITY FUND III	AT COST	553,442	550,960
JRK PLATFORM 3, LP	AT COST	168,786	513,242
THIRD POINT OFFSHORE FUND	AT COST	1,278,508	1,169,287
ICQ OPPORTUNITIES FUND 2	AT COST	1,351,049	1,125,000
SOCIAL AND CAPITAL PARTNERSHIP III, LP	AT COST	431,274	420,750
CEO F II COINVESTMENT, LP	AT COST	60,022	54,039
CEO F II COINVESTMENT (DE), L.P.	AT COST	171,280	154,207
EIGHT PARTNERS VC FUND I	AT COST	141,593	150,000
8 VC ANGEL FUND I	AT COST	234,778	250,000

## TY 2016 Legal Fees Schedule

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

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	13,749	13,749		0

## TY 2016 Other Expenses Schedule

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

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	7,831	0		7,831
TERM LIFE INSURANCE PREMIUM	15,979	0		0
OTHER FEES	6,641	0		6,641
BANK FEES	498	0		498
POSTAGE AND DELIVERY	89	0		89
TELEPHONE	964	0		964
TECHNOLOGY SUPPORT	18	0		18
MISCELLANEOUS	5,335	0		5,335
JRK PLATFORM 3, LP K-1	1,218	1,218		0
THE SOCIAL+CAPITAL PTRSHP III LP K-1	20,499	20,499		0

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ICQ OPPORTUNITIES FUND 2 LP K-1	11,028	11,028		0
CONGRUENT CREDIT OPPORTUNITIES FUND III K-1	811	811		0
CEO II COINVESTMENT (DE) LP K-1	1,191	1,191		0
CEO II COINVESTMENT LP K-1	515	515		0
8VC ANGEL FUND I - PORTFOLIO	17,011	17,011		0
EIGHT PARTNERS VC FUND I - PORTFOLIO	8,399	8,399		0
EIGHT PARTNERS VC FUND I - INVESTMENT INT	23	23		0

## TY 2016 Other Income Schedule

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

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
THIRDPONT OFFSHORES K-1	12,422	12,422	12,422
CONGRUENT CREDIT FUND K-1	36,397	36,397	36,397
JRK PLATFORM 3, LP K-1	-9,853	-9,853	-9,853
MISCELLANEOUS	1,000	1,000	1,000
JRK PLATFORM 3, LP K-1	-51,168		-51,168
CONGRUENT CREDIT FUND K-1	5,513		5,513

## TY 2016 Other Increases Schedule

**Name:** THE HERSH FOUNDATION

**EIN:** 75-2720646

Description	Amount
PRIOR PERIOD ADJUSTMENT/TIMING	279,096

## TY 2016 Other Professional Fees Schedule

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

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGEMENT FEES	203,190	203,190		0
OTHER INVESTMENT EXPENSE	2,413	2,413		0
OTHER PROFESSIONAL SERVICES	61	61		0

## TY 2016 Taxes Schedule

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

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,703	2,703		0
EXCISE TAX	44,773	0		0

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

OMB No 1545-0047

► 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](http://www.irs.gov/form990)

**2016****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

Form 990-PF

527 political organization  
 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, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup> 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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)

<b>Name of organization</b> THE HERSH FOUNDATION		<b>Employer identification number</b> 75-2720646	
<b>Part I</b> <b>Contributors</b> (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 HERSH AND JULIE HERSH 10714 LENNOX LN	\$ 6,820,159	Person <input type="checkbox"/>
	DALLAS, TX 752295418		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	HERSH INVESTMENT CO 5221 N OCONNOR BLVD	\$ 114,906	Person <input type="checkbox"/>
	IRVING, TX 75039		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	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

<b>Part II</b>		<b>Noncash Property</b>	
		(see instructions) Use duplicate copies of Part II if additional space is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	195,869 SHARES OF RANGE RESOURCES CORPORATION	\$ 6,820 159	2016-12-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	3,300 SHARES OF RANGE RESOURCES CORPORATION	\$ 114 906	2016-12-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization THE HERSH FOUNDATION		Employer identification number 75-2720646	
<b>Part III</b> <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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.) ► \$ _____</i> 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