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EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

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

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OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2019 or tax year beginning

, and ending

Name of foundation HERBERT SIMON FAMILY FOUNDATION		A Employer identification number 38-3905454
Number and street (or P.O. box number if mail is not delivered to street address) 600 E. 96TH STREET		Room/suite 510
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46240		B Telephone number 317-636-1600
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 42,012,070.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	8,968,771.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	593,776.	593,776.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,208,047.			
	b Gross sales price for all assets on line 6a	13,306,133.			
	7 Capital gain net income (from Part IV, line 2)	4,208,047.			
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	466.	32.		STATEMENT 2	
12 Total. Add lines 1 through 11	13,771,060.	4,801,855.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages	69,390.	0.		34,695.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	3,981.	0.		0.
	b Accounting fees STMT 4	32,100.	0.		8,025.
	c Other professional fees STMT 5	234,372.	144,372.		90,000.
	17 Interest				
	18 Taxes STMT 6	40,605.	15,605.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	89,349.	34,958.		53,520.
	24 Total operating and administrative expenses. Add lines 13 through 23	469,797.	194,935.		186,240.
	25 Contributions, gifts, grants paid	7,774,537.			7,774,537.
26 Total expenses and disbursements. Add lines 24 and 25	8,244,334.	194,935.		7,960,777.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	5,526,726.				
b Net investment income (if negative, enter -0-)		4,606,920.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			1,473,480.	7,992,310.	7,992,310.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U S and state government obligations					
	b Investments - corporate stock STMT 9			24,040,296.	21,965,685.	26,308,000.
	c Investments - corporate bonds STMT 10			4,728,255.	2,504,348.	2,809,091.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 11			4,747,935.	4,768,569.	4,902,669.	
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			34,989,966.	37,230,912.	42,012,070.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue				99.	
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	99.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>					
	24 Net assets without donor restrictions					
	25 Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>					
	26 Capital stock, trust principal, or current funds			0.	0.	
	27 Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds			34,989,966.	37,230,813.	
	29 Total net assets or fund balances			34,989,966.	37,230,813.	
30 Total liabilities and net assets/fund balances			34,989,966.	37,230,912.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	34,989,966.
2 Enter amount from Part I, line 27a	2	5,526,726.
3 Other increases not included in line 2 (itemize) ▶ RECOVERY OF PRIOR YEAR GRANTS	3	100,000.
4 Add lines 1, 2, and 3	4	40,616,692.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	3,385,879.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	37,230,813.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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					
b SEE ATTACHED STATEMENT					
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					
b					
c					
d					
e 13,306,133.		9,098,086.	4,208,047.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			4,208,047.		
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	4,208,047.	
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). If (loss), enter -0- in Part I, line 8			3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	7,272,280.	31,823,492.	.228519
2017	6,261,707.	28,845,531.	.217077
2016	7,477,719.	29,682,993.	.251919
2015	5,012,755.	32,982,434.	.151983
2014	4,883,515.	28,662,317.	.170381
2 Total of line 1, column (d)			2 1.019879
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 .203976
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 35,011,536.
5 Multiply line 4 by line 3			5 7,141,513.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 46,069.
7 Add lines 5 and 6			7 7,187,582.
8 Enter qualifying distributions from Part XII, line 4 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			8 7,960,777.

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	PUBLICLY TRADED SECURITIES			
b	FROM K-1: OVERLOOK 3G INVESTMENTS	P		
c	FROM K-1: OVERLOOK PARTNERS	P		
d	FROM K-1: OVERLOOK PARTNERS	P		
e	FROM K-1: OAKTREE CAPITAL	P		
f	FROM K-1: OAKTREE CAPITAL	P		
g	FROM K-1: ICAHN ENTERPRISES	P		
h	FROM K-1: ICAHN ENTERPRISES	P		
i	SALE OF OAKTREE	P		
j	SALE OF HAWKEYE	P		
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 12,977,918.		9,095,690.	3,882,228.
b 5,204.			5,204.
c 659.			659.
d 8,064.			8,064.
e 5.			5.
f 31.			31.
g		73.	-73.
h		342.	-342.
i		1,981.	-1,981.
j 68,244.			68,244.
k 246,008.			246,008.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,882,228.
b			5,204.
c			659.
d			8,064.
e			5.
f			31.
g			-73.
h			-342.
i			-1,981.
j			68,244.
k			246,008.
l			
m			
n			
o			

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	4,208,047.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	46,069.
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	46,069.
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	46,069.
6 Credits/Payments			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	12,139.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	27,139.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	98.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	19,028.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> IN		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ HERBERT SIMON Telephone no ▶ 317-636-1600 Located at ▶ 600 EAST 96TH STREET, SUITE 510, INDIANAPOLIS, IN ZIP+4 ▶ 46260		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b	X
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 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	X

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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 4945(d)(4)(A)? 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

N/A

5b

Organizations relying on a current notice regarding disaster assistance, check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part 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	29,279,245.
b	Average of monthly cash balances	1b	1,362,793.
c	Fair market value of all other assets	1c	4,902,669.
d	Total (add lines 1a, b, and c)	1d	35,544,707.
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	35,544,707.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	533,171.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,011,536.
6	Minimum investment return. Enter 5% of line 5	6	1,750,577.

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	1,750,577.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	46,069.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	46,069.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,704,508.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,704,508.
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	1,704,508.

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	7,960,777.
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	7,960,777.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	46,069.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,914,708.

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.

Form 990-PF (2019)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,704,508.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014	3,536,582.			
b From 2015	3,394,178.			
c From 2016	6,029,265.			
d From 2017	4,878,910.			
e From 2018	5,714,389.			
f Total of lines 3a through e	23,553,324.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 7,960,777.				
a Applied to 2018, 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 2019 distributable amount				1,704,508.
e Remaining amount distributed out of corpus	6,256,269.			
5 Excess distributions carryover applied to 2019 (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.	29,809,593.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2018 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				0.
7 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.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	3,536,582.			
9 Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	26,273,011.			
10 Analysis of line 9				
a Excess from 2015	3,394,178.			
b Excess from 2016	6,029,265.			
c Excess from 2017	4,878,910.			
d Excess from 2018	5,714,389.			
e Excess from 2019	6,256,269.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4, for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter

(1) Value of all assets

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

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

c "Support" alternative test - enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

HERBERT SIMON

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

NONE

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

Check here ☒ 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., 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		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					
ACLU OF INDIANA FOUNDATION 1031 E. WASHINGTON STREET INDIANAPOLIS, IN 46202-3952		N/A	PC	ADDRESSING RACIAL INEQUALITY	30,000.
ADVANCED ENERGY ECONOMY INSTITUTE 1000 VERMONT AVE NW, 3RD FLOOR WASHINGTON, DC 20005		N/A	PC	OPERATIONS	50,000.
AGAPE THERAPEUTIC RIDING RESOURCES, INC. 531 WEST 100S GREENFIELD, IN 46140		N/A	PC	OPERATIONS	2,500.
AMERICAN FRIENDS OF THE ISREAL PHILHARMONIC ORCHESTRA 122 EAST 42ND STREET SUITE 4507 NEW YORK, NY 10168		N/A	PC	OPERATIONS	60,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY 1 BATTERY PARK PLAZA, 25TH FLOOR NEW YORK, NY 10004		N/A	PC	OPERATIONS	100,000.
Total		SEE CONTINUATION SHEET(S)			7,774,537.
b Approved for future payment					
NONE					
Total					0.

HERBERT SIMON FAMILY FOUNDATION

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Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET, NW WASHINGTON, DC 20001	N/A	PC	OPERATIONS	100,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	N/A	PC	OPERATIONS	37,500.
BARUCH COLLEGE 1 BERNARD BARUCH WAY, BOX A-1603 NEW YORK, NY 10010	N/A	PC	OPERATIONS	15,000.
BARUCH COLLEGE FUND 1 BERNARD BARUCH WAY, BOX A-1603 NEW YORK, NY 10010	N/A	PC	OPERATIONS	125,000.
BETH-EL ZEDECK FOUNDATION, INC 600 W. 70TH ST INDIANAPOLIS, IN 46260-4137	N/A	SO I	OPERATIONS	20,000.
BIG GREEN 1637 PEARUL STREET, SUITE 201 BOULDER, CO 80302	N/A	PC	LEARNING GARDEN INITIATIVE	470,000.
BIRTHRIGHT ISRAEL FOUNDATION 33 E. 33RD STREET, 7TH FLOOR NEW YORK, NY 10016	N/A	PC	OPERATIONS	10,000.
BRENTWOOD SCHOOL 100 S. BARRINGTON PLACE LOS ANGELES, CA 90049	N/A	PC	OPERATIONS	100,000.
BROOKSIDE COMMUNITY DEVELOPMENT CORPORATION 1035 N OLNEY ST INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	15,000.
CALIFORNIA STATE UNIVERSITY FOUNDATION ONE UNIVERSITY DRIVE CAMARILLO, CA 93012	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				7,532,037.

HERBERT SIMON FAMILY FOUNDATION

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Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTRAL INDIANA COMMUNITY FOUNDATION INC 615 NORTH ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	1,683,638.
CENTRAL INDIANA LAND TRUST, INC. 1500 N DELAWARE ST. INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	120,000.
CHABAD LUBAVITCH OF INDIANA 2640 WEST 96TH STREET INDIANAPOLIS, IN 46268	N/A	PC	OPERATIONS	12,000.
CHABAD OF SOUTHAMPTON JEWISH CENTER 214 HILL STREET SOUTHAMPTON, NY 11968	N/A	PC	BURN THE MORTGAGE FUND, CHAI CAMPAIGN	3,000.
CHILDREN'S MUSEUM OF INDIANAPOLIS, INC. PO BOX 3000 INDIANAPOLIS, IN 46206	N/A	PC	OPERATIONS	150,000.
CHRISTEL HOUSE INTERNATIONAL 10 WEST MARKET STREET SUITE 1990 INDIANAPOLIS, IN 46204-2973	N/A	PC	OPERATIONS	45,000.
COBURN PLACE SAFEHAVEN II, INC. 604 E. 38TH STREET INDIANAPOLIS, IN 46205	N/A	PC	OPERATIONS	25,000.
CONSERVATION LAW CENTER INC. 116 S. INDIANA AVE BLOOMINGTON, IN 47408	N/A	PC	OPERATIONS	40,000.
COUNCIL ON ALCOHOLISM & DRUG ABUSE A/K/A CADA 232 E CANON PERDIDO SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	5,000.
EARTH CHARTER INDIANA 1100 W 42ND ST, STE 220 INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	37,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ED SNIDER YOUTH HOCKEY FOUNDATION 3601 SOUTH BROAD STREET PHILADELPHIA, PA 19148	N/A	PC	OPERATIONS	10,000.
ENERGY FOUNDATION 301 BATTERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94111	N/A	PC	OPERATIONS	150,000.
ENVIRONMENTAL LAW & POLICY CENTER MIDWEST 35 E. WACKER DRIVE STE. 1600 CHICAGO, IL 60601	N/A	PC	OPERATIONS	65,000.
EXODUS REFUGEE IMMIGRATION INC. 2457 E. WASHINGTON STREET STE. A INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	50,000.
FOUNDATION AGAINST COMPANION ANIMAL EUTHANASIA 1505 MASSACHUSETTS AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	10,000.
GENNESARET FREE CLINIC INC 615 N ALABAMA STREET SUITE 136 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	40,000.
GLEANERS FOOD BANK OF INDIANA 3737 WALDEMERE AVENUE INDIANAPOLIS, IN 46241	N/A	PC	PRODUCE HOPE INITIATIVE	50,000.
GLOBAL GREEN USA 520 BROADWAY SUITE 200 SANTA MONICA, CA 90404	N/A	PC	OPERATIONS	122,500.
HAV A SOLE 1250 LONG BEACH AVENUE APT. 111 LOS ANGELES, CA 90021	N/A	PC	OPERATIONS	44,565.
HEADCOUNT 104 W. 29TH STREET, 11TH FLOOR NEW YORK, NY 10001	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEART OF ANGELS P.O. BOX 971 ARTESIA, CA 90702	N/A	PC	OPERATIONS	5,000.
HERITAGE FUND - EXHIBIT COLUMBUS PO BOX 1547 COLUMBUS, IN 47202-1547	N/A	PC	EXHIBIT COLUMBUS	7,500.
HORIZON HOUSE INC 1033 E. WASHINGTON STREET INDIANAPOLIS, IN 46202	N/A	PC	RAPID REHOUSING	120,000.
HUMANE SOCIETY OF INDIANAPOLIS 7929 NORTH MICHIGAN ROAD INDIANAPOLIS, IN 46268	N/A	PC	OPERATIONS	500.
INDIANA COALITION TO END SEXUAL ASSAULT 9245 N. MERIDIAN STREET, SUITE 227 INDIANAPOLIS, IN 46260	N/A	PC	OPERATIONS	14,000.
INDIANA FOREST ALLIANCE INC 2123 N MERIDIAN ST INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	25,000.
INDIANA OPERA SOCIETY INC. 4011 N. PENNSYLVANIA STREET INDIANAPOLIS, IN 46205	N/A	PC	OPERATIONS	25,000.
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A	PC	INFORMATICS DIVERSITY ENHANCED WORKFORCE	800,000.
INDIANA UNIVERSITY HILLEL FOUNDATION, INC. 730 E 3RD ST BLOOMINGTON, IN 47401	N/A	PC	2019 CAMPUS SUPERSTAR	10,000.
INDIANA WILDLIFE FEDERATION, INC. 708 E. MICHIGAN ST INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	55,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIANAPOLIS MUSEUM OF ART INC 4000 MICHIGAN RD INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	10,000.
INDIANAPOLIS PUBLIC LIBRARY FOUNDATION PO BOX 6134 INDIANAPOLIS, IN 46206	N/A	PC	EARLY LITERACY SPECIAL ENDOWMENT FUND	200,000.
INDIANAPOLIS ZOOLOGICAL SOCIETY INC 1200 WEST WASHINGTON ST INDIANAPOLIS, IN 46222	N/A	PC	OPERATIONS	10,000.
INDY HUNGER NETWORK 3737 WALDEMERE AVENUE INDIANAPOLIS, IN 46241	N/A	PC	OPERATIONS	20,000.
IU GLOBAL & INTERNATIONAL STUDIES 355 N JORDAN AVE BLOOMINGTON, IN 47405	N/A	PC	OPERATIONS	10,000.
JDRF INTERNATIONAL A/K/A JDRF 26 BROADWAY 15TH FLOOR NEW YORK, NY 10004	N/A	PC	JDRF WALK	5,000.
JEWISH COMMUNITY CENTER ASSOCIATION OF INDIANAPOLIS, INC. 6701 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	ANNUAL ANN KATZ FESTIVAL OF BOOKS AND ARTS	30,000.
JEWISH FEDERATION OF GREATER INDIANAPOLIS INC A/K/A JFGI 6705 HOOVER RD INDIANAPOLIS, IN 46260-4120	N/A	PC	OPERATIONS	605,000.
JEWISH FEDERATION OF GREATER SANTA BARBARA 524 CHAPALA ST SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	20,000.
JEWISH LEARNING INSTITUTE OF SAN FRANCISCO 254 HAMPTON DRIVE VENICE, CA 90291	N/A	PC	OPERATIONS	35,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KENNEDY KING MEMORIAL INITIATIVE 601 EAST 17TH STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	85,000.
KIRKUS PRIZE WINNER - ARCH COLSON WHITEHEAD 65 W 36TH STREET SUITE 700 NEW YORK, NY 10018	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - JIM DANIEL CALLAHAN 65 W 36TH STREET SUITE 700 NEW YORK, NY 10018	N/A	I	KIRKUS PRIZE WINNER	5,000.
KIRKUS PRIZE WINNER - MAMA BOYZ INC. GERALD CRAFT 65 W 36TH STREET SUITE 700 NEW YORK, NY 10018	N/A	I	KIRKUS PRIZE WINNER	45,000.
KIRKUS PRIZE WINNER - SEDRICK SAEED JONES 65 W 36TH STREET SUITE 700 NEW YORK, NY 10018	N/A	I	KIRKUS PRIZE WINNER	50,000.
KURT VONNEGUT MUSEUM & LIBRARY PO BOX 441245 INDIANAPOLIS, IN 46204-9998	N/A	PC	OPERATIONS	5,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	PC	OPERATIONS	125,000.
MARIAN UNIVERSITY 3200 COLD SPRING RD INDIANAPOLIS, IN 46222	N/A	PC	OPERATIONS	100,000.
MARIN HORIZON SCHOOL 305 MONTFORD AVENUE MILL VALLEY, CA 94941	N/A	PC	OPERATIONS	80,000.
METROPOLITAN INDIANAPOLIS PUBLIC BROADCASTING INC 1630 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	80,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MIRACLE PLACE, INC. 940 N TEMPLE AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	10,000.
NEW YORK UNIVERSITY 105 EAST 17TH ST, 4TH FLOOR NEW YORK, NY 10003	N/A	PC	STEINHARDT SCHOOL OF CULTURE	50,000.
OUTSIDE THE BOX, INC 3940 E 56TH ST INDIANAPOLIS, IN 46220	N/A	PC	OPERATIONS	10,000.
PATACHOU FOUNDATION 4565 MARCY LANE INDIANAPOLIS, IN 46205	N/A	PC	KITCHEN HQ PROJECT	50,000.
PHOENIX THEATRE, INC 749 N. PARK AVENUE INDIANAPOLIS, IN 46202	N/A	PC	PHOENIX THEATRE RISING PROGRAM	233,334.
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	N/A	PC	OPERATIONS	10,000.
RENOWN HEALTH FOUNDATION 1155 MILL STREET RENO, NV 89502	N/A	PC	OPERATIONS	50,000.
SANTA BARBARA FOUNDATION 1111 CHAPALA STREET STE. 200 SANTA BARBARA, CA 93101	N/A	PC	COMMUNITY FUND, DISASTER RELIEF FUND, OPERATIONS	175,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY STE. 190 SANTA BARBARA, CA 93109	N/A	PC	MARINE SCIENCE EDUCATION PROGRAM	5,000.
SIMON YOUTH FOUNDATION INC A/K/A SYF 225 WEST WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHERN POVERTY LAW CENTER, INC. 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	N/A	PC	OPERATIONS	10,000.
ST. VINCENT'S CENTER OF HOPE 2001 WEST 86TH STREET INDIANAPOLIS, IN 46260	N/A	SO I	CENTER OF HOPE	10,000.
TEACHERS TREASURES INC. 1800 E. 10TH STREET INDIANAPOLIS, IN 46201	N/A	PC	MOBILE OUTREACH PROGRAM EXPANSION	50,000.
TEXAS BOOK FESTIVAL 610 BRAZOS STREET AUSTIN, TX 78701	N/A	PC	OPERATIONS	20,000.
THE BAIL PROJECT PO BOX 750 VENICE, CA 90294	N/A	PC	OPERATIONS	50,000.
THE CHEESECAKE FACTORY - OSCAR AND EVELYN OVERTON CHARITABLE FOUNDATION 26901 MALIBU HILLS RD CALABASAS HILLS, CA 91301	N/A	PC	OPERATIONS	10,000.
THE CITY COLLEGE OF NEW YORK 160 CONVENT AVENUE, MARSHAK BLFD RM J-20 NEW YORK, NY 10031	N/A	PC	OPERATIONS	20,000.
THE INDIANAPOLIS JEWISH HOME 7001 HOVER ROAD INDIANAPOLIS, IN 46240-4169	N/A	PC	HOOVERWOOD RENOVATION PROJECT	300,000.
THE ORCHARD SCHOOL 615 W 64TH ST INDIANAPOLIS, IN 46260	N/A	PC	THE CAMPAIGN FOR ORCHARD: CELEBRATING OUR ROOTS, CULTIVATING FOR THE FUTURE	15,000.
THE PACERS FOUNDATION 125 SOUTH PENNSYLVANIA STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TOGETHER WE REMEMBER 1532 S 3RD ST TERRE HAUTE, IN 47802	N/A	PC	#TOGETHERWEREMEMBER CAMPAIGN	10,000.
TURN 2 U, INC. (THE LAST MILE) 44 TEHAMA STREET SAN FRANCISCO, CA 94105	N/A	PC	OPERATIONS	50,000.
UCLA FOUNDATION 10920 WILSHIRE BLVD. STE. 1400 LOS ANGELES, CA 90024-6516	N/A	PC	OPERATIONS	10,000.
UNITED STATES FUND FOR UNICEF 500 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611	N/A	PC	OPERATIONS	21,000.
USC SHOAH FOUNDATION 650 MCCARTHY WAY LOS ANGELES, CA 90089	N/A	PC	SUPPORT OF IWITNESS	10,000.
WOMENS FUND OF CENTRAL INDIANA 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	5,000.
YMCA OF AUSTIN 3208 RED RIVER ST. STE. 200 AUSTIN, TX 78705	N/A	PC	YMCA CAMP MOODY	20,000.
ZAHAL DISABLED VETERANS FUND 1133 BROADWAY, SUITE 232 NEW YORK, NY 10010	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				

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

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Name of the organization

HERBERT SIMON FAMILY FOUNDATION

Employer identification number

38-3905454

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

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

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or 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 1/3% 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
HERBERT SIMON FAMILY FOUNDATION	38-3905454

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 1,930,154.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 7,038,617.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

38-3905454

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	VARIOUS SECURITIES AND INVESTMENTS	\$ 7,038,617.	11/11/19
(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
		\$	
(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	Employer identification number
HERBERT SIMON FAMILY FOUNDATION	38-3905454

Part III 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 info. once) ▶ \$
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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ICAHN ENTERPRISES	76.	0.	76.	76.	
OAKTREE CAPITAL	57.	0.	57.	57.	
OVERLOOK 3G	7,181.	0.	7,181.	7,181.	
STIFEL ACCOUNTS	808,928.	246,008.	562,920.	562,920.	
STIFEL ACCOUNTS - ACCRUED INTEREST	0.	0.	0.	0.	
THE OVERLOOK PARTNERS	23,542.	0.	23,542.	23,542.	
TO PART I, LINE 4	839,784.	246,008.	593,776.	593,776.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ICAHN ENTERPRISES - INCOME	30.	30.	
ICAHN ENTERPRISES - INCOME	145.	0.	
OAKTREE CAPITAL - INCOME	2.	2.	
SETTLEMENT PROCEEDS	289.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	466.	32.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,981.	0.		0.
TO FM 990-PF, PG 1, LN 16A	3,981.	0.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	32,100.	0.		8,025.
TO FORM 990-PF, PG 1, LN 16B	32,100.	0.		8,025.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	144,372.	144,372.		0.
PROFESSIONAL FEES	90,000.	0.		90,000.
TO FORM 990-PF, PG 1, LN 16C	234,372.	144,372.		90,000.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	15,605.	15,605.		0.
TAX PAYMENTS	25,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	40,605.	15,605.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER INVESTMENT EXPENSES	11,049.	11,049.		0.
WIRE TRANSFER FEES	140.	140.		0.
KIRKUS REVIEW SUBSCRIPTIONS	53,520.	0.		53,520.
MISCELLANEOUS EXPENSES	871.	0.		0.
BOND AMORTIZATION	23,769.	23,769.		0.
TO FORM 990-PF, PG 1, LN 23	89,349.	34,958.		53,520.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON CONTRIBUTED STOCK	3,385,879.
TOTAL TO FORM 990-PF, PART III, LINE 5	3,385,879.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 2318-2938	771,899.	751,408.
FPA CRESCENT INSTL CL	2,055,621.	2,100,796.
GARDNER RUSSO 524008	1,728,681.	2,734,210.
STIFEL NICOLAUS 1490-4218	1,087,433.	1,059,734.
STIFEL NICOLAUS 2037-4859	490,441.	499,753.
STIFEL NICOLAUS 2193-8749	5,432,680.	5,432,680.
STIFEL NICOLAUS 3625-6504	1,529,942.	1,840,015.
STIFEL NICOLAUS 5047-2546	792,704.	1,204,729.
STIFEL NICOLAUS 5322-9163	3,141,601.	4,786,865.
STIFEL NICOLAUS 5389-2788	1,162,344.	1,490,614.
STIFEL NICOLAUS 6482-8021	1,392,646.	1,357,847.
STIFEL NICOLAUS 7651-9484	1,565,190.	2,043,161.
STIFEL NICOLAUS 7842-7920	814,503.	1,006,188.
TOTAL TO FORM 990-PF, PART II, LINE 10B	21,965,685.	26,308,000.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 1608-6630	2,049,703.	2,060,073.
STIFEL NICOLAUS 4953-8009	452,645.	746,970.
STIFEL NICOLAUS 5047-2546	2,000.	2,048.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,504,348.	2,809,091.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ICAHN ENTERPRISES, LP	COST	0.	19,557.
OVERLOOK 3G INVESTMENTS, L.P.	COST	167,633.	203,414.
THE OVERLOOK PARTNERS FUND, L.P.	COST	859,373.	946,713.
TIFF CENTERSTONE FUND LP	COST	3,741,563.	3,732,985.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,768,569.	4,902,669.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HERBERT SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	PRESIDENT / DIRECTOR 0.50	0.	0.	0.
STEPHEN H. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	SECRETARY / DIRECTOR 0.10	0.	0.	0.
JENNIFER K. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
SARAH M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
RACHEL M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
ASHER M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GENERAL EXPLANATION

STATEMENT 13

FORM/LINE IDENTIFIER

FORM 990-PF, PART VII-B, LINES 1A(3) AND 1B

EXPLANATION:

PART VII-B, LINE 1A(3) HAS BEEN ANSWERED "YES" BECAUSE HERBERT SIMON IS A SUBSTANTIAL CONTRIBUTOR TO THE HERBERT SIMON FAMILY FOUNDATION AND IS THEREFORE A DISQUALIFIED PERSON. HERB PROVIDES "SERVICE" TO THE ORGANIZATION BY SERVING ON ITS BOARD. LINE 1B IS ANSWERED "NO" BECAUSE THESE SERVICES ARE EXCEPTED BY THE REGULATIONS UNDER SECTION 4941.