

990-PF

Form
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.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

For calendar year 2022, or tax year beginning 12-01-2022 , and ending 11-30-2023

Name of foundation THE LYDA HILL FOUNDATION		A Employer identification number 75-2708838
Number and street (or P.O. box number if mail is not delivered to street address) 2001 ROSS AVENUE SUITE 4600	Room/suite	B Telephone number (see instructions) (214) 922-1100
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75201		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 32,064,615	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	5,160,300			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	37,763	37,763		
	4 Dividends and interest from securities . . .	528,424	528,424		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	7,943,412			
	b Gross sales price for all assets on line 6a 10,667,568				
	7 Capital gain net income (from Part IV, line 2) . . .		8,003,615		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	13,669,899	8,569,802		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	263	0		263
	b Accounting fees (attach schedule)	530	265		265
	c Other professional fees (attach schedule)	96,042	96,042		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	19,333	19,333		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,254	9,252		1,002
	24 Total operating and administrative expenses. Add lines 13 through 23	126,422	124,892		1,530
	25 Contributions, gifts, grants paid	11,382,917			11,382,917
	26 Total expenses and disbursements. Add lines 24 and 25				
		11,509,339	124,892		11,384,447
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,160,560			
	b Net investment income (if negative, enter -0-)		8,444,910		
	c Adjusted net income (if negative, enter -0-)				

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	10,094,815	16,316,771	16,316,771	
	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)	6,403,963	7,371,249	10,849,852	
	c	Investments—corporate bonds (attach schedule)	3,044,607	3,131,476	2,949,164	
	11	Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	199,457	201,608	1,948,828	
	14	Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	19,742,842	27,021,104	32,064,615		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22).	0	0		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds	0	0		
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	966,948	966,948		
	28	Retained earnings, accumulated income, endowment, or other funds	18,775,894	26,054,156		
	29	Total net assets or fund balances (see instructions)	19,742,842	27,021,104		
	30	Total liabilities and net assets/fund balances (see instructions) .	19,742,842	27,021,104		

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	19,742,842
2	Enter amount from Part I, line 27a	2	2,160,560
3	Other increases not included in line 2 (itemize) ▶ _____	3	5,117,702
4	Add lines 1, 2, and 3	4	27,021,104
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 29.	6	27,021,104

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a 1,000 SHARES - PNC FINANCIAL SERVICES GROUP	P	2022-03-18	2023-03-13
b 300 SHARES - GRAINGER WW INC	P	2023-03-13	2023-07-17
c 8,320 SHARES - CONAGRA BRANDS, INC	P	2022-11-23	2023-08-10
d 4,250 SHARES - CONAGRA BRANDS, INC	P	2023-03-14	2023-08-10
e 10,958 SHARES - ON HLDG AG	P	2023-06-09	2023-10-04
4,757 SHARES - ON HLDG AG	P	2023-08-23	2023-10-04
3,751 SHARES - SCHNEIDER NAT'L INC	P	2023-08-14	2023-11-03
7,826 SHARES - SCHNEIDER NAT'L INC	P	2023-08-15	2023-11-03
275 SHARES - VERALTO CORP	P	2023-03-13	2023-11-02
1,500 SHARES - PNC FINANCIAL SERVICES GROUP	P	2022-02-17	2023-03-13
1,451 SHARES - WARNER BROS DISCOVERY INC	P	2022-01-27	2023-03-13
2,000 SHARES - CATERPILLAR INC	P	2022-03-18	2023-04-19
1,264 SHARES - PROCTOR & GAMBLE CO	P	2022-06-16	2023-09-12
700 SHARES - REATA PHARMACEUTICALS INC	D	2010-06-25	2023-09-27
48,000 SHARES - REATA PHARMACEUTICALS INC	P	2010-06-25	2023-09-27

(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 130,246		191,259	-61,013
b 227,633		202,623	25,010
c 260,438		305,976	-45,538
d 133,036		150,705	-17,669
e 268,560		340,988	-72,428
116,585		142,694	-26,109
82,714		115,693	-32,979
172,573		238,433	-65,860
19,097		23,268	-4,171
195,369		309,690	-114,321
20,611		34,441	-13,830
446,125		439,900	6,225
193,831		168,283	25,548
120,750			120,750
8,280,000			8,280,000

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-61,013
b			25,010
c			-45,538
d			-17,669
e			-72,428
			-26,109
			-32,979
			-65,860
			-4,171
			-114,321
			-13,830
			6,225
			25,548
			120,750
			8,280,000

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	8,003,615
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

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 ☐ and enter "N/A" on line 1.		
	Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	117,384
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	117,384
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	117,384
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	5,350
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d	7	5,350
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2221 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	112,034
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 2023 estimated tax Refunded	11	

Part VI-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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the 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>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ <u>0</u> (2) On foundation managers. ☐ \$ <u>0</u>			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ <u>0</u>			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XIV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CO, ☐ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the taxable year beginning in 2022? See the instructions for Part XIII. <i>If "Yes," complete Part XIII</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VI-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►WWW.LYDAHILLFOUNDATION.ORG	13	Yes	
14	(214) 922- The books are in care of ►FRANK MACKEY Telephone no. ►1100 Located at ►2001 ROSS AVENUE SUITE 4600 DALLAS TX ZIP+4 ► 75201			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2022, 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign			

Part VI-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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	Yes	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		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)?	1a(5)		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.)	1a(6)		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	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here. ►			
d	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 2022?	1d		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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?.	2a		No
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b		
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2022 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 2022.).	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 2022?	4b		No

Part VI-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?
- 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
- c Organizations relying on a current notice regarding disaster assistance check
- d 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?
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?
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
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?
- b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
- 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 during the year?

	Yes	No
5a(1)		No
5a(2)		No
5a(3)		No
5a(4)		No
5a(5)		No
5b		
5d		
6a		No
6b		No
7a		No
7b		
8		No

Part VII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LYDA HILL 2001 ROSS AVENUE SUITE 4600 DALLAS, TX 75201	VP/DIRECTOR 0.10	0	0	0
MARY JALONICK 3963 MAPLE AVENUE SUITE 390 DALLAS, TX 75219	DIRECTOR 0.10	0	0	0
FRANK MACKEY 2001 ROSS AVENUE SUITE 4600 DALLAS, TX 75201	VP/SEC/TREAS 1.00	0	0	0
NICOLE SMALL 2001 ROSS AVENUE SUITE 4600 DALLAS, TX 75201	PRESIDENT/DIRECTOR 2.00	0	0	0
TIMOTHY B SMITH 2001 ROSS AVENUE SUITE 4600 DALLAS, TX 75201	VP/AST SEC 0.25	0	0	0

2

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

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

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

0

Part VII

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 VIII- 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 VIII- 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	

Part IX 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	19,669,776
b	Average of monthly cash balances.	1b	10,155,760
c	Fair market value of all other assets (see instructions).	1c	2,327,370
d	Total (add lines 1a, b, and c).	1d	32,152,906
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	32,152,906
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	482,294
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	31,670,612
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	1,583,531

Part X 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 IX, line 6.	1	1,583,531
2a	Tax on investment income for 2022 from Part V, line 5.	2a	117,384
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	117,384
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,466,147
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,466,147
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 XII, line 1. . . .	7	1,466,147

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	11,384,447
b	Program-related investments—total from Part VIII-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 XII, line 4.. . . .	4	11,384,447

Part XII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				1,466,147
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			592,893	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2022:				
a From 2017.				
b From 2018.				
c From 2019.				
d From 2020.				
e From 2021.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ 11,384,447				
a Applied to 2021, but not more than line 2a			592,893	
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 2022 distributable amount				1,466,147
e Remaining amount distributed out of corpus	9,325,407			
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	9,325,407			
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				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 2017 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	9,325,407			
10 Analysis of line 9:				
a Excess from 2018				
b Excess from 2019				
c Excess from 2020.				
d Excess from 2021				
e Excess from 2022	9,325,407			

Part

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 <i>Paid during the year</i> UNIVERSITY OF WASHINGTON FOUNDATION PO BOX 359505 SEATTLE,WA 98195	NONE	P C	AUDACIOUS PROJECT - LAUNCHING THE PROTEIN DESIGN REVOLUTION	1,000,000
JEWISH FAMILY SERVICE OF GREATER DALLAS 5402 APAPAHO RD DALLAS,TX 75248	NONE	P C	SUPPORT OF A HEALTHIER COMMUNITY	250,050
CONSERVATION INTERNATIONAL FOUNDATION 2011 CRYSTAL DRIVE SUITE 600 ARLINGTON,V A 22202	NONE	P C	GENERAL OPERATING GRANT	299,813
METROCARE SERVICES 1345 RIVER BEND DR SUITE 200 DALLAS,TX 75247	NONE	P C	SUPPORT HILLSIDE PROJECT CAPITAL	1,000,229
TEXAS TREE FOUNDATION 3000 PEGASUS PARK DR SUITE 740 DALLAS,TX 75247	NONE	P C	SUPPORT COOL SCHOOLS - COMMUNITY PARKS PHASE 3	1,252,181
PEROT MUSEUM OF NATURE AND SCIENCE 2201 N FIELD STREET DALLAS,TX 75201	NONE	P C	SUPPORT FOR ACTIVATING THE OUTDOOR SPACE	4,998,454
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR RESTON,V A 20190	NONE	P C	SUPPORT TEXAS WATER SUPPORT	151,621
DALLAS HOLOCAUST AND HUMAN RIGHTS MUSEUM 300 N HOUSTON ST DALLAS,TX 75202	NONE	P C	SUPPORT ENDOWMENT CAMPAIGN & GENERAL OPERATING GIFT	1,098,709
MILKEN INSTITUTE 1250 4TH ST FL 2 SANTA MONICA,C A 90401	NONE	P C	SUPPORT TO CAMPAIGN GIFT	100,065
CARE AND SHARE FOOD BANK - COLORADO 2605 PREAMBLE PT COLORADO SPRINGS,C O 80915	NONE	P C	SUPPORT SERVICE INSIGHTS	249,713
TRUST FOR PUBLIC LAND PO BOX 089336 LOS ANGELES,C A 90088	NONE	P C	GENERAL SUPPORT	982,082
Total			▶ 3a	11,382,917
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XV-A

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 _____

d _____

e. _____

f _____

g Fees and contracts from government agencies

Interest on savings and temporary cash investments

■ ■ ■

a Debt-financed property.

b Not debt-financed property. . . .

7 Other investment income

Net income or (loss) from special events

10 Gross profit or (loss) from sales of inventory

11 Other revenue: a

b _____

c _____

d. _____

12 Subtotal. Add columns (b), (d), and (e) . .

13	Total. Add line 12, columns (b), (d), and (e).	13	8,509,599
(See worksheet in line 13 instructions to verify calculations.)			

Part XV-B

Line No.

▼

Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees.

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

	2024-03-21
Signature of officer or trustee	Date

2024-03-21

Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JUSTIN W REEVES

Preparer's Signature

Date _____

Check if self-employed ☐

PTIN

P01248048

Firm's name ► WEAVER AND TIDWELL LLP

Firm's address ► 2300 N FIELD ST STE 1000

DALLAS, TX 75201

Phone no.
(972) 490-1970

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

Schedule B (Form 990) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2022
Name of the organization THE LYDA HILL FOUNDATION		Employer identification number 75-2708838

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 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 33¹/₃% 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 990PF, 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 THE LYDA HILL FOUNDATION	Employer identification number 75-2708838
--	--

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	LYDA HILL INTERESTS INC 2001 ROSS AVENUE SUITE 4600 DALLAS, TX 75201	\$ 5,160,300	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization THE LYDA HILL FOUNDATION	Employer identification number 75-2708838
--	--

Part II

Noncash Property (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	60,000 SHARES OF REATA PHARMACEUTICALS, INC (RETA) STOCK	\$ 5,160,300	2023-03-07
(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 THE LYDA HILL FOUNDATION	Employer identification number 75-2708838
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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 information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

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

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

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

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

Additional Data

[Return to Form](#)

Software ID:

Software Version:

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION
EIN: 75-2708838

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	530	265		265

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Identifier	Return Reference	Explanation
	PART VII-B, QUESTION 1A(3)	STATEMENT REGARDING FURNISHING OR RECEIVING GOODS, ETC., TO OR FROM A DISQUALIFIED PERSON-PART VII-B, QUESTION 1A(3) LH CAPITAL, INC. ("LHC") IS A CORPORATION OF WHICH ALL THE OUTSTANDING STOCK IS OWNED BY LYDA HILL. LYDA HILL IS AN OFFICER AND DIRECTOR OF THE LYDA HILL FOUNDATION ("FOUNDATION"), AND A DISQUALIFIED PERSON WITH RESPECT TO IT. LHC MAKES AVAILABLE TO THE FOUNDATION, AS MAY BE REQUIRED FOR THE CONDUCT OF ITS ACTIVITIES, THE SERVICES OF CERTAIN OF ITS OFFICERS AND EMPLOYEES. THESE SERVICES ARE MADE AVAILABLE TO THE FOUNDATION WITHOUT ANY CHARGE FOR SALARIES, PAYROLL TAXES, EMPLOYEE BENEFITS, OR RELATED PERSONNEL COSTS. LIKEWISE, LHC MAKES NO CHARGE TO THE FOUNDATION FOR OCCUPANCY COSTS ASSOCIATED WITH ITS OFFICE SPACE NORMALLY OCCUPIED BY ITS OFFICERS AND EMPLOYEES WHILE PERFORMING SUCH SERVICES.

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD ST BOND FUND	3,131,476	2,949,164

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AECOM	413,997	521,964
ALBEMARLE CORP	154,996	121,270
ALPHABET INC.	40,437	346,385
AMAZON	721,604	943,449
AMPHENOL CORP	333,091	400,174
APPLE INC.	44,475	759,800
AT&T	112,277	99,420
DOLLAR TREE, INC.	407,313	370,770
FLOOR & DCOR HLDGS, INC	205,456	183,420
GOLDMAN SACHS GROUP, INC.	170,540	170,770
HOME DEPOT INC	398,525	593,750
JP MORGAN CHASE & CO.	39,292	140,472
LOWES COMPANIES, INC.	257,878	350,338
MCDONALDS CORP	144,232	253,656
MICRON TECHNOLOGY INC.	401,554	336,222
MICROSOFT CORP	269,902	582,764
NVIDIA CORP	310,642	1,094,418
O'REILLY AUTOMOTIVE	388,231	528,520
SNOWFLAKE INC	228,916	187,680
UBER TECHNOLOGIES, INC.	191,586	228,339
UNITED PARCEL SERVICE, INC.	83,483	75,805
UNITED RENTALS INC	419,742	585,029
WIX.COM LTD	40,311	142,100
COSTCO WHOLESALE CORP	199,760	248,951
CUBESMART SBI	300,085	304,601
DANAHER CORP	176,277	184,231
DAVE & BUSTERS ENTMT INC	357,758	413,929
DECKERS OUTDOOR CORP	358,589	444,196
VISA INC	200,300	237,429

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
5.162 ACRES OF LAND	AT COST	201,608	1,948,828

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	263	0		263

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES	1,875	937		938
REPAIRS & MAINTENANCE	8,250	8,250		0
LICENSES, PERMITS & FEES	129	65		64

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Description	Amount
ADJUSTMENT TO FAIR MARKET VALUE OF DONATED STOCK	5,117,702

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	96,042	96,042		0

TY 2022 IRS 990 e-File Render

Name: THE LYDA HILL FOUNDATION

EIN: 75-2708838

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AD VALOREM TAXES	19,333	19,333		0
FEDERAL INCOME TAX	0	0		0