

Form **990-PF**Department of the Treasury  
Internal Revenue Service

EXTENDED TO NOVEMBER 15, 2018

**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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

**2017**

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

**CLARK CHARITABLE FOUNDATION, INC.  
DBA A. JAMES & ALICE B. CLARK FOUNDATION**

A Employer identification number

**52-1512330**

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

**7500 OLD GEORGETOWN RD, 15TH FL**

B Telephone number

**301-657-7157**

City or town, state or province, country, and ZIP or foreign postal code

**BETHESDA, MD 20814**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 changeD 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 foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify)▶ \$ **136,096,832.** (Part I, column (d) must be on cash basis.)**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).)

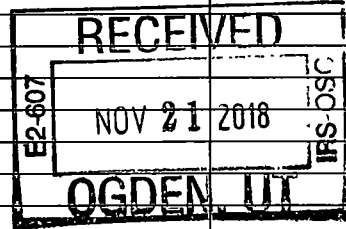
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received	14,343,750.		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	59,833.	59,833.		STATEMENT 1
	4 Dividends and interest from securities	1,635,032.	1,635,032.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,464,674.			
	b Gross sales price for all assets on line 6a	87,244,496.			
	7 Capital gain net income (from Part IV, line 2)		9,464,674.		
	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)				
	11 Other income	882,212.	827,108.		STATEMENT 3
	12 Total. Add lines 1 through 11	26,385,501.	11,986,647.		
	13 Compensation of officers, directors, trustees, etc	416,357.	0.		416,357.
	14 Other employee salaries and wages	320,701.	0.		320,701.
	15 Pension plans, employee benefits	84,951.	0.		84,951.
	16a Legal fees STMT 4	225,256.	0.		225,256.
	b Accounting fees				
	c Other professional fees STMT 5	784,697.	235,385.		549,312.
	17 Interest				
	18 Taxes STMT 6	122,360.	33,360.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	37,862.	0.		37,862.
	22 Printing and publications				
	23 Other expenses STMT 7	576,744.	138.		576,606.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,568,928.	268,883.		2,211,045.
	25 Contributions, gifts, grants paid	41,291,447.			41,291,447.
	26 Total expenses and disbursements. Add lines 24 and 25	43,860,375.	268,883.		43,502,492.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<17,474,874.>			
	b Net investment income (if negative, enter -0-)		11,717,764.		
	c Adjusted net income (if negative, enter -0-)			N/A	



SCANNED DEC 11 2018

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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

<b>Assets</b>	1	Cash - non-interest-bearing	548,035.	22,503.	22,503.
	2	Savings and temporary cash investments	3,377,571.	28,787,872.	28,787,872.
	3	Accounts receivable ▶ 6,184.		6,184.	6,184.
		Less: allowance for doubtful accounts ▶			
	4	Notes 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	143,257,166.	100,891,339.	107,280,273.
	c	Investments - corporate bonds			
	<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶			
12		Investments - mortgage loans			
13		Investments - other			
14		Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
15		Other assets (describe ▶)			
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	147,182,772.	129,707,898.	136,096,832.
17		Accounts payable and accrued expenses			
18		Grants payable			
<b>Net Assets or Fund Balances</b>	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26, and lines 30 and 31				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds	0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	93,433,457.	147,182,772.		
29	Retained earnings, accumulated income, endowment, or other funds	53,749,315.	<17,474,874.>		
30	<b>Total net assets or fund balances</b>	147,182,772.	129,707,898.		
31	<b>Total liabilities and net assets/fund balances</b>	147,182,772.	129,707,898.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	147,182,772.
2	Enter amount from Part I, line 27a	2	<17,474,874.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	129,707,898.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	129,707,898.

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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 STATEMENTS				
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 87,244,496.		77,779,822.	9,464,674.	
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			9,464,674.	
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 9,464,674.
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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))
2016	19,988,325.	123,957,796.	.161251
2015	10,423,009.	79,608,372.	.130929
2014	6,992,495.	79,381,662.	.088087
2013	6,913,543.	74,908,330.	.092293
2012	4,426,618.	69,489,083.	.063702
2 Total of line 1, column (d)			2 .536262
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 .107252
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 138,807,257.
5 Multiply line 4 by line 3			5 14,887,356.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 117,178.
7 Add lines 5 and 6			7 15,004,534.
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 43,502,492.

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**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	117,178.
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	117,178.
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	117,178.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	138,355.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	143,355.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	193.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25,984.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 25,984. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

**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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" 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 checked="" 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 checked="" type="checkbox"/> MD		
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 2017 or the tax year beginning in 2017? 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	

N/A

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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 ► CLARKFOUNDATIONDC.ORG	X	
14 The books are in care of ► TERRI KLATZKIN Telephone no. ► 301-657-7157 Located at ► 7500 OLD GEORGETOWN RD, 15TH FL, BETHESDA, MD ZIP+4 ► 20814		
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 2017, 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 ►	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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <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 2017 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 2017.) 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 2017?	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:

Yes No

(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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

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

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

N/A

7b

**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 11		*** 416,357.	** 273,537.	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
DANIELLE HAMBERGER - 7500 OLD GEORGETOWN RD FL 15, BETHESDA, MD	DIRECTOR, EDUCATION INITIATIVES 30.00	*** 170,237.	18,057.	0.
ELIZABETH ASHWELL - 7500 OLD GEORGETOWN RD FL 15, BETHESDA, MD	FOUNDATION ASSOCIATE 32.00	69,973.	7,308.	0.
HARRY MONROE - 7500 OLD GEORGETOWN RD FL 15, BETHESDA, MD 20814	DIRECTOR, VETERANS PROGRAMS 40.00	55,577.	209.	0.

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

0

\*\* AMOUNT INCLUDES \$250,000 DEFERRED COMPENSATION WHICH IS NOT VESTED, NOT FUNDED, BASED ON ACHIEVING SPECIFIC MILESTONES, AND UNLIKELY TO BE VESTED PRIOR TO 2023 OR LATER.

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\*\*\* AMOUNT INCLUDES COMPENSATION FROM 2016 PAID IN 2017. THIS WAS DUE TO TIMING OF REIMBURSEMENT OF PAYMENTS.

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GMMB 3050 K ST, NW STE 100, WASHINGTON, DC 20007	CONSULTING FEES	560,708.
THE BRIDGESPAN GROUP 2 COPELY PLACE, STE 3700B, BOSTON, MA 02116	CONSULTING FEES	522,151.
ARNOLD & PORTER KAYE SCHOLER LLP PO BOX 759451, BALTIMORE, MD 21275	ATTORNEY FEES	225,185.
NORTHERN TRUST 50 S. LASALLE STREET, CHICAGO, IL 60675	MANAGEMENT FEES	91,038.
KILTEARN PARTNERS, INC 651 HOLIDAY DR, STE 300, PITTSBURGH, PA 15220	MANAGEMENT FEES	81,252.
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	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	140,553,472.
b	Average of monthly cash balances	1b	367,601.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	140,921,073.
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	140,921,073.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,113,816.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	138,807,257.
6	Minimum investment return. Enter 5% of line 5	6	6,940,363.

**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	6,940,363.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	117,178.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	117,178.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,823,185.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,823,185.
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	6,823,185.

**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	43,502,492.
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	43,502,492.
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	117,178.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	43,385,314.

**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 (2017)



## CLARK CHARITABLE FOUNDATION, INC.

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DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				6,823,185.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	993,928.			
b From 2013	3,227,540.			
c From 2014	3,169,248.			
d From 2015	6,509,702.			
e From 2016	13,830,575.			
f Total of lines 3a through e	27,730,993.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 43,502,492.				
a Applied to 2016, 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 2017 distributable amount				6,823,185.
e Remaining amount distributed out of corpus	36,679,307.			
5 Excess distributions carryover applied to 2017 (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	64,410,300.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	993,928.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	63,416,372.			
10 Analysis of line 9:				
a Excess from 2013	3,227,540.			
b Excess from 2014	3,169,248.			
c Excess from 2015	6,509,702.			
d Excess from 2016	13,830,575.			
e Excess from 2017	36,679,307.			

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DBA A. JAMES & ALICE B. CLARK FOUNDATION

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<b>Part XIV</b>	<b>Private Operating Foundations</b> (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 2017, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(i)(3) or ☒ 4942(i)(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).)

**NONE**

- 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.

SEE STATEMENT 12

- 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:

## CLARK CHARITABLE FOUNDATION, INC.

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**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				
ACADEMY ART MUSEUM INC. 106 SOUTH ST EASTON, MD 21601	N/A	PC	ANNUAL EVENTS TO PROMOTE KNOWLEDGE AND APPRECIATION OF THE ARTS	110,000.
ACCELERATE BRAIN CANCER CURE INC. 1717 RHODE ISLAND AVE NW SUITE 700 WASHINGTON, DC 20036	N/A	PC	ANNUAL EVENT TO BENEFIT GENERAL OPERATING SUPPORT FOR MEDICAL RESEARCH	5,000.
AMERICAN CHILDHOOD CANCER ORGANIZATION P.O. BOX 498 KENSINGTON, MD 20895	N/A	PC	GENERAL OPERATING SUPPORT AND MEDICAL PLAY THERAPY KITS	10,000.
AMERICAN HEART ASSOCIATION INC 7272 GREENVILLE AVE DALLAS, TX 75231	N/A	PC	GENERAL OPERATING SUPPORT THROUGH BENEFIT LUNCHEON	1,000.
AMERICAN YOUTH PHILHARMONIC ORCHESTRAS 4026 HUMMER RD ANNANDALE, VA 22003	N/A	PC	GENERAL OPERATING SUPPORT FOR YOUTH ORCHESTRA PROGRAM IN DC REGION	5,000.
Total			SEE CONTINUATION SHEET(S)	3a 41,291,447.
b Approved for future payment				
ACADEMY ART MUSEUM INC. 106 SOUTH ST EASTON, MD 21601	N/A	PC	OPENING NEW DOORS TO THE ARTS CAMPAIGN TO PROMOTE KNOWLEDGE AND APPRECIATION OF THE ARTS	400,000.
ARCHDIOCESE OF BALTIMORE CHANCERY INC 320 CATHEDRAL ST BALTIMORE, MD 21201	N/A	PC	CARDINAL KEELER REGIONAL COMMUNITY SCHOOL IN WEST BALTIMORE	100,000.
CHARACTER COUNTS MID SHORE INC 108 MARYLAND AVE STE 103 EASTON, MD 21601	N/A	PC	A. JAMES CLARK CITIZENSHIP SCHOLARSHIP	19,000.
Total			SEE CONTINUATION SHEET(S)	3b 315,252,362.

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**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments			14	59,833.		
<b>4</b> Dividends and interest from securities			14	1,635,032.		
<b>5</b> Net rental income or (loss) from real estate:						
<b>a</b> Debt-financed property						
<b>b</b> Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income	525990		14	882,212.		
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	9,464,674.		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		12,041,751.		0.
<b>13</b> <b>Total</b> Add line 12, columns (b), (d), and (e)					13	12,041,751.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



**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](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2017**

Name of the organization

CLARK CHARITABLE FOUNDATION, INC.  
DBA A. JAMES & ALICE B. CLARK FOUNDATION

Employer identification number

52-1512330

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).**LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)**

Name of organization

CLARK CHARITABLE FOUNDATION, INC.  
DBA A. JAMES & ALICE B. CLARK FOUNDATION

Employer identification number

52-1512330

**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
<u>1</u>	ALICE B CLARK  7500 OLD GEORGETOWN RD, FL15  BETHESDA, MD 20814	\$ <u>14,343,750.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>2</u>		\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>3</u>		\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>4</u>		\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>5</u>		\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>6</u>		\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

CLARK CHARITABLE FOUNDATION, INC.  
DBA A. JAMES & ALICE B. CLARK FOUNDATION

Employer identification number

52-1512330

**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
7		\$	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8		\$	Person <input checked="" 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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Employer identification number

52-1512330

## Part II

[illegible]

Name of organization

Employer identification number

CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION

52-1512330

**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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**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	MORGAN STANLEY ARTISAN GLOBAL OPPROTUNITIES	P	VARIOUS	VARIOUS
b	MORGAN STANLEY ARTISAN GLOBAL OPPROTUNITIES	P	VARIOUS	VARIOUS
c	MSIM GLOBAL FRANCHISE PORTFOLIO CL 1	P	VARIOUS	VARIOUS
d	MSIM GLOBAL FRANCHISE PORTFOLIO CL 1	P	VARIOUS	VARIOUS
e	PIMCO SHORT ASSET INVESTMENT FD	P	VARIOUS	VARIOUS
f	PIMCO SHORT ASSET INVESTMENT FD	P	VARIOUS	VARIOUS
g	PIMCO ALL ASSET ALL AUTHORITY	P	VARIOUS	VARIOUS
h	PIMCO ALL ASSET ALL AUTHORITY	P	VARIOUS	VARIOUS
i	VANGUARD TOTAL WORLD STK INDX FD ETF	P	VARIOUS	VARIOUS
j	ATLANTIC CAPITAL MANAGEMENT	P	VARIOUS	VARIOUS
k	VANGUARD UM FD	P	VARIOUS	VARIOUS
l	AEW REAL ESTATE SECURITIES VALUE FD	P	VARIOUS	VARIOUS
m	CMS PRIVATE REIT FUND LP	P	VARIOUS	VARIOUS
n	ECHO STREET GOODCO SELECT II LP	P	VARIOUS	VARIOUS
o	GLOBAL OPPORTUNISTIC FIXED INCOME PORTFOLIO (BRAN	P	VARIOUS	VARIOUS

(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 8,756,275.		6,233,984.	2,522,291.
b 364,333.		259,385.	104,948.
c 8,423,278.		6,452,126.	1,971,152.
d 349,731.		267,890.	81,841.
e 33,525,000.		33,395,312.	129,688.
f 6,821,000.		6,782,853.	38,147.
g 110,481.		129,877.	<19,396.>
h 2,140,345.		2,516,102.	<375,757.>
i 8,887,400.		7,372,007.	1,515,393.
j 2,131,823.		2,590,913.	<459,090.>
k 1,000,000.		885,458.	114,542.
l 102,106.			102,106.
m		392,599.	<392,599.>
n 916,495.			916,495.
o 14,763.			14,763.

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			2,522,291.
b			104,948.
c			1,971,152.
d			81,841.
e			129,688.
f			38,147.
g			<19,396.>
h			<375,757.>
i			1,515,393.
j			<459,090.>
k			114,542.
l			102,106.
m			<392,599.>
n			916,495.
o			14,763.

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

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

**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	KILTEARN GLOBAL EQUITY FD	P	VARIOUS	VARIOUS
b	MHR INSTITUTIONAL PARTNERS II LP	P	VARIOUS	VARIOUS
c	OCM PRINCIPAL OPPORTUNITIES FD IV LP	P	VARIOUS	VARIOUS
d	OCM ASIA PRINCIPAL OPPORTUNITIES FD LP	P	VARIOUS	VARIOUS
e	OCM PRINCIPAL OPPORTUNITIES FD IVB LP	P	VARIOUS	VARIOUS
f	OCM PRINCIPAL OPPORTUNITIES FD IV AIF LP	P	VARIOUS	VARIOUS
g	SANDS CAPITAL EMERGING MARKETS	P	VARIOUS	VARIOUS
h	TOWER SQUARE CAPITAL PARTNERS LP	P	VARIOUS	VARIOUS
i	WESTERN ASSET US BOND LLC	P	VARIOUS	VARIOUS
j	AEW REAL ESTATE SECURITIES VALUE FD	P	VARIOUS	VARIOUS
k	CMS PRIVATE REIT FUND LP	P	VARIOUS	VARIOUS
l	CMS PRIVATE REAL ESTATE INVESTMENT TRUST	P	VARIOUS	VARIOUS
m	GLOBAL OPPORTUNISTIC FIXED INCOME PORTFOLIO (BRAN	P	VARIOUS	VARIOUS
n	WESTERN ASSET US BOND LLC	P	VARIOUS	VARIOUS
o	MHR INSTITUTIONAL PARTNERS II LP	P	VARIOUS	VARIOUS

(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 1,284,039.			1,284,039.
b		18.	<18.>
c 616,098.			616,098.
d		5,482.	<5,482.>
e 1,967.			1,967.
f		18,609.	<18,609.>
g 255,713.			255,713.
h 4,764.			4,764.
i		112,201.	<112,201.>
j		102,789.	<102,789.>
k		133,586.	<133,586.>
l		1,200.	<1,200.>
m		518,983.	<518,983.>
n		3.	<3.>
o		37,750.	<37,750.>

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			1,284,039.
b			<18.>
c			616,098.
d			<5,482.>
e			1,967.
f			<18,609.>
g			255,713.
h			4,764.
i			<112,201.>
j			<102,789.>
k			<133,586.>
l			<1,200.>
m			<518,983.>
n			<3.>
o			<37,750.>

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

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

**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	AQR STYLE PREMIA OFFSHORE FD	P	VARIOUS	VARIOUS
b	CANYON BALANCED FD LTD	P	VARIOUS	VARIOUS
c	CAS STRATEGIC COMMODITIES FD (BWAS)	P	VARIOUS	VARIOUS
d	CSFB STRATEGIC PARTNERS	P	VARIOUS	VARIOUS
e	GRUSS GLOBAL INVESTORS (ENHANCED) LTD	P	VARIOUS	VARIOUS
f	LUXOR CAPITAL LIQUIDATING SPV	P	VARIOUS	VARIOUS
g	NORTHRUN OFFSHORE PARTNERS	P	VARIOUS	VARIOUS
h	PENNANT WINDWARD FUND	P	VARIOUS	VARIOUS
i	SACHEM HEAD OFFSHORE LTD	P	VARIOUS	VARIOUS
j	SESSA CAPITAL INTERNATIONAL LTD	P	VARIOUS	VARIOUS
k	YORK EUROPEAN OPPORTUNITIES UNIT TR	P	VARIOUS	VARIOUS
l	CAPITAL GAINS DIVIDENDS			
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 886,481.		769,050.	117,431.
b 506,285.		312,500.	193,785.
c 649,395.		952,542.	<303,147.>
d 15,985.		77,127.	<61,142.>
e 1,687,499.		1,328,623.	358,876.
f 6,335.		5,853.	482.
g 1,248,841.		1,250,000.	<1,159.>
h 965,874.		1,100,000.	<134,126.>
i 467,635.		325,000.	142,635.
j 2,902,220.		2,200,000.	702,220.
k 1,783,526.		1,250,000.	533,526.
l 418,809.			418,809.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			117,431.
b			193,785.
c			<303,147.>
d			<61,142.>
e			358,876.
f			482.
g			<1,159.>
h			<134,126.>
i			142,635.
j			702,220.
k			533,526.
l			418,809.
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	9,464,674.
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

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
APPLETREE INSTITUTE FOR EDUCATION INNOVATION INC. 415 MICHIGAN AVE, NE WASHINGTON, DC 20017	N/A	PC	GENERAL OPERATING SUPPORT FOR PRE K DC EDUCATION	25,000.
ARLINGTON PARTNERSHIP FOR AFFORDABLE HOUSING INC. 4318 N. CARLIN SPRINGS RD. ARLINGTON, VA 22203	N/A	PC	CELEBRATE HOME! TO BENEFIT AFFORDABLE HOUSING	5,000.
BALTIMORE CHESAPEAKE BAY OUTWARD BOUND CENTER INC 1900 EAGLE DR. BALTIMORE, MD 21207	N/A	PC	GENERAL OPERATING SUPPORT TO PROVIDE CHALLENGING LEARNING EXPEDITIONS	10,000.
BIG BROTHERS BIG SISTERS OF THE NATIONAL CAPITAL AREA 910 17TH ST, NW WASHINGTON, DC 20006	N/A	PC	GENERAL OPERATING SUPPORT: PROVIDE POSITIVE RELATIONSHIPS FOR CHILDREN FACING ADVERSITY	5,000.
BISHOP WALKER SCHOOL FOR BOYS 3640 MARTIN LUTHER KING, JR AVE, SE WASHINGTON, DC 20032	N/A	PC	STUDENT SCHOLARSHIP	118,000.
BOULDER CREST RETREAT FOUNDATION 18370 BLUEMONT VILLAGE LN P.O. BOX 117 BLUEMONT, VA 20135	N/A	PC	BOULDER CREST WEST FACILITY; A. JAMES CLARK LODGE	10,250,000.
BOY SCOUTS OF AMERICA 9190 ROCKVILLE PIKE BETHESDA, MD 20814	N/A	PC	GENERAL OPERATING SUPPORT FOR NATIONAL CAPITAL AREA COUNCIL	100,000.
BOYS & GIRLS CLUBS OF GREATER WASHINGTON INC. 4103 BENNING RD NE WASHINGTON, DC 20019	N/A	PC	GENERAL OPERATING SUPPORT TO PROVIDE SAFE ENVIRONMENT FOR YOUTH	25,000.
CAPITAL PARTNERS FOR EDUCATION 1413 K ST NW, 3 FL WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT FOR DC HIGH SCHOOL MENTORING PROGRAM	30,000.
CASA OF TALBOT COUNTY INC 1 S WASHINGTON ST # 2 EASTON, MD 21601	N/A	PC	GENERAL OPERATING SUPPORT TO ADVOCATE FOR CHILDREN IN LOCAL COURTS	5,000.
<b>Total from continuation sheets</b>				<b>41,160,447.</b>

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
CATALOGUE FOR PHILANTHROPY GREATER WASHINGTON 1899 L ST NW STE 850 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT TO CREATE VISIBILITY FOR SMALL DC NON-PROFITS	10,000.
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF WASHINGTON, INC. 924 G STREET NW WASHINGTON, DC 20001	N/A	PC	CAPITAL CAMPAIGN TO PROVIDE SOCIAL MINISTRY OUTREACH	1,050,000.
CHARACTER COUNTS MID SHORE INC 108 MARYLAND AVE STE 103 EASTON, MD 21601	N/A	PC	A. JAMES CLARK CITIZENSHIP SCHOLARSHIP AND GENERAL OPERATING SUPPORT	8,000.
CHILDREN OF FALLEN PATRIOTS FOUNDATION 1818 LIBRARY ST, STE 500 RESTON, VA 20190	N/A	PC	COLLEGE FUNDING FOR MILITARY CHILDREN WHO LOST A PARENT IN LINE OF DUTY	2,000,000.
CHILDRENS NATIONAL MEDICAL CENTER 111 MICHIGAN AVE NW WASHINGTON, DC 20010	N/A	PC	A. JAMES CLARK PROFESSORSHIP IN MOLECULAR GENETICS	1,025,000.
CHRIST CHILD SOCIETY 5101 WISCONSIN AVE, NW STE 304 WASHINGTON, DC 20016	N/A	PC	GENERAL OPERATING SUPPORT TO SERVE THE NEEDS OF CHILDREN IN DC AREA	5,000.
CITY KIDS TO WILDERNESS PROJECT INC. 2437 15TH ST, NW WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT; SPRING BASE CAMP AND SUMMER EVENTS	15,000.
CITY YEAR INC. 287 COLUMBUS AVE BOSTON, MA 02116	N/A	PC	ANNUAL EVENT TO BENEFIT DC SCHOOL AGED CHILDREN	10,000.
CITYDANCE ENSEMBLE INC. 1111 16TH ST, NW STE 300 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT; DREAMSCAPE PROGRAM	5,000.
CRITTERS FOR THE CURE INC. 301 HIGH GABLES DR, STE 307 NORTH POTOMAC, MD 20878	N/A	PC	GENERAL OPERATING SUPPORT: WOMEN WITH GYNECOLOGICAL CANCERS	5,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
CROWNSVILLE CONSERVANCY INC 841 OAK TRAIL CROWNSVILLE, MD 21032	N/A	PC	LAND CONSERVATION AND PROTECTION ACTIVITIES	5,000.
DC CENTRAL KITCHEN INC. 425 SECOND ST NW WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT; HUNGER AND POVERTY	15,000.
DC PREPATORY ACADEMY 707 EDGEWOOD ST, NE WASHINGTON, DC 20017	N/A	PC	GENERAL OPERATING SUPPORT; NETWORK OF DC PUBLIC CHARTER SCHOOLS, STRATEGIC PLANNING	100,000.
DC PUBLIC EDUCATION FUND 1534 14TH ST NW WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT; ATTENDANCE CAMPAIGN FOR DC K12 EDUCATION	260,000.
DISTRICT OF COLUMBIA COLLEGE ACCESS PROGRAM 1400 L ST NW STE 400 WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT; STRATEGIC PLANNING, STEM EDUCATION PILOT PROGRAM	575,000.
DREAMS FOR KIDS DC 1420 N ST, NW, UNIT 812 WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT; CHILDREN WITH PHYSICAL, DEVELOPMENTAL DISABILITIES	5,000.
EASTER SEALS SERVING DC-MD-VA INC. 1420 SPRING ST SILVER SPRING, MD 20910	N/A	PC	GENERAL OPERATING SUPPORT; MILITARY, VETERANS PROGRAMMING	50,000.
EDUCARE DC 640 ANACOSTIA AVE, NW WASHINGTON, DC 20019	N/A	PC	GENERAL OPERATING SUPPORT; EARLY CHILDHOOD EDUCATION FOR LOW-INCOME CHILDREN	25,000.
EDUCATION FORWARD DC 1805 7TH ST, NW, 6TH FLOOR WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT; EDUCATION ACCESS SUPPORT	2,000,000.
EVERYBODY WINS D C INC. 525 SCHOOL ST, SW, STE 203 WASHINGTON, DC 20024	N/A	PC	PROGRAM SUPPORT AT GARRISON ELEMENTARY SCHOOL	20,000.
Total from continuation sheets				



## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
EVERYMIND INC. 1000 TWINBROOK PKWY ROCKVILLE, MD 20851	N/A	PC	GENERAL OPERATING SUPPORT THROUGH ANNUAL EVENT TO SUPPORT MENTAL WELLNESS	5,000.
FATHER MCKENNA CENTER INC. 19 EYE ST NW WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT; SERVES POOR AND HOMELESS IN DC	15,000.
FLOC FOR LOVE OF CHILDREN 1763 COLUMBIA RD, NW WASHINGTON, DC 20009	N/A	PC	NEIGHBORHOOD TUTORING PROGRAM	10,000.
FOOD RESEARCH & ACTION CENTER INC 1200 18TH ST, NW, STE 400 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT; D.C. HUNGER SOLUTIONS	10,000.
FRIENDS OF CHOICE IN URBAN SCHOOLS 1436 U ST NW STE 204 WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT THROUGH ANNUAL EVENT FOR DC K12 EDUCATION	6,000.
FRIENDSHIP PLACE 4713 WISCONSIN AVE NW WASHINGTON, DC 20016	N/A	PC	AIMHIRE PROGRAM; RESERVE FUND CAMPAIGN; AMAZON MATCHING AWARD	120,000.
GEORGETOWN UNIVERSITY 37TH AND O STS NW WASHINGTON, DC 20007	N/A	PC	LOMBARDI COMPREHENSIVE CANCER CENTER. CATHOLIC SOCIAL THOUGHT INITIATIVE	20,000.
GONZAGA COLLEGE HIGH SCHOOL 19 EYE ST, NW WASHINGTON, DC 20001	N/A	PC	ENDOWED SCHOLARSHIP FUND	1,000,000.
GRACE EPISCOPAL DAY SCHOOL 9411 CONNECTICUT AVE KENSINGTON, MD 20895	N/A	PC	GRACE SCHOLARS FUND	15,000.
GREATER WASHINGTON COMMUNITY FOUNDATION 1325 G ST NW, STE 480 WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT; BENEFIT DC REGION WOMEN FACING BREAST CANCER	25,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
HEARTS AND HOMES FOR YOUTH INC 3919 NATIONAL DR, STE 400 BURTONSVILLE, MD 20866	N/A	PC	GENERAL OPERATING SUPPORT FOR FOSTER PARENT TRAINING	20,000.
HIGHER ACHIEVEMENT PROGRAM, INC. 1750 COLUMBIA RD NW, FLOOR 2 WASHINGTON, DC 20009	N/A	PC	WARD 1 ACHIEVEMENT CENTER	50,000.
HORIZONS GREATER WASHINGTON INC 3000 CATHEDRAL AVE, NW WASHINGTON, DC 20008	N/A	PC	GENERAL OPERATING SUPPORT FOR TEACHER SUPPORT	5,000.
IGNATIAN LAY VOLUNTEER CORPS 112 E. MADISON ST., STE 300 BALTIMORE, MD 21202	N/A	PC	GENERAL OPERATING SUPPORT: PROVIDE OLDER ADULTS WITH THE OPPORTUNITY TO SERVE OTHERS	2,500.
INOVA HEALTH SYSTEM FOUNDATION 8110 GATEHOUSE RD, STE. 400W FALLS CHURCH, VA 22042	N/A	PC	GENERAL OPERATING SUPPORT THROUGH "MAKE A DIFFERENCE" GALA	5,000.
INSTITUTE FOR ISLAMIC CHRISTIAN AND JEWISH STUDIES INC. 956 DULANEY VALLEY RD BALTIMORE, MD 21204	N/A	PC	EXPANDING OUR LEGACY CAMPAIGN	62,500.
IONA SENIOR SERVICES 4125 ALBEMARLE ST NW WASHINGTON, DC 20016	N/A	PC	GENERAL OPERATING SUPPORT FOR OLDER DC ADULTS AND CAREGIVERS	10,000.
JDRF INTERNATIONAL 26 BRDWAY 14TH FLOOR NEW YORK, PA 10004	N/A	PC	GENERAL OPERATING SUPPORT TO FUND TYPE 1 DIABETES RESEARCH	15,000.
JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F ST NW WASHINGTON, DC 20566	N/A	PC	NSO YOUNG PEOPLE'S CONCERTS, NSO SOUND HEALTH INITIATIVE	100,000.
JOHNS HOPKINS UNIVERSITY 3910 KESWICK RD STE N2100 BALTIMORE, MD 21211	N/A	PC	AMYLOIDOSIS; CLARK SCHOLARS PROGRAM ENDOWED FUNDS	5,367,033.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
JOHNS ISLAND FOUNDATION INC. 6001 HIGHWAY A1A PMB #8323 INDIAN RIVER SHORES, FL 32963	N/A	PC	GENERAL OPERATING SUPPORT; SERVES THE DISADVANTAGED IN INDIAN RIVER COUNTY, FL	10,000.
JUBILEE JOBS, INC. 2712 ONTARIO RD NW WASHINGTON, DC 20009	N/A	PC	ANNUAL EVENT TO SUPPORT GENERAL OPERATIONS, JOB PREP/PLACEMENT	5,000.
KIPP DC INC 2600 VIRGINIA AVE NW, STE 900 WASHINGTON, DC 20037	N/A	PC	GROWTH CAMPAIGN/COLLEGE PREP CAMPUS; KIPP THROUGH COLLEGE PROGRAM	200,000.
LATIN AMERICAN YOUTH CENTER, INC. 1419 COLUMBIA RD NW WASHINGTON, DC 20009	N/A	PC	FUTUROFUND CAMPAIGN	50,000.
LITERACY LAB 1003 K ST NW STE 500 WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT TO IMPROVE LITERACY FOR DC LOW-INCOME CHILDREN	25,000.
MARRIOTT FOUNDATION FOR PEOPLE WITH DISABILITIES 10400 FERNWOOD RD BETHESDA, MD 20817	N/A	PC	GENERAL OPERATING SUPPORT FOR BRIDGES FROM SCHOOL TO WORK PROGRAM	10,000.
MARTHAS TABLE 2114 14TH ST NW WASHINGTON, DC 20009	N/A	PC	CAPITAL CAMPAIGN TO INCREASE ACCESS TO EDUCATION, FOOD; EXPANDED FACILITY AND MOTOR ROOM	385,000.
MARYLAND FOOD BANK, INC. 2200 HALETHORPE FARMS RD BALTIMORE, MD 21227	N/A	PC	TECHNOLOGY INVESTMENT, GENERAL OPERATING SUPPORT TO END HUNGER IN MARYLAND	500,000.
MEMORIAL HOSPITAL FOUNDATION INC. PO BOX 1846, 121 FEDERAL ST, STE 2 EASTON, MD 21601	N/A	PC	CLARK COMPREHENSIVE BREAST CARE CENTER	1,000,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10065	N/A	PC	CYCLE FOR SURVIVAL'S DC METRO EVENTS	50,000.
<b>Total from continuation sheets</b>				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
MID-SHORE COMMUNITY FOUNDATION INC 102 E. DOVER ST EASTON, MD 21601	N/A	PC	ST. MICHAELS AFTER SCHOOL HELP (SMASH) PROGRAM	10,000.
MIRIAMS KITCHEN 2401 VIRGINIA AVE NW WASHINGTON, DC 20037	N/A	PC	GENERAL OPERATING SUPPORT TO END CHRONIC HOMELESSNESS IN DC	35,000.
MONTGOMERY COLLEGE FOUNDATION INC 40 WEST GUDE DR, STE 220 ROCKVILLE, MD 20850	N/A	PC	A. JAMES CLARK ENGINEERING SCHOLARSHIPS	100,000.
MONTGOMERY HOUSING PARTNERSHIP INC 12200 TECH RD, STE 250 SILVER SPRING, MD 20904	N/A	PC	SANFORD SLAVIN COMMUNITY CENTER CONSTRUCTION	20,000.
MONUMENTAL SCHOLARS FUND INC 1115 30TH ST NW WASHINGTON, DC 20007	N/A	PC	GENERAL OPERATING SUPPORT FOR K12 CATHOLIC EDUCATION IN DC REGION	250,000.
NATIONAL GALLERY OF ART 2000 S CLUB DR LANDOVER, MD 20785	N/A	PC	EXHIBITION PROGRAM	20,000.
NATIONAL MARITIME HERITAGE FOUNDATION INC 600 WATER ST SW UNIT 9-16 WASHINGTON, DC 20024	N/A	PC	D.C. SAIL PROGRAM	5,000.
NATIONAL PARK TRUST, INC. 401 E. JEFFERSON ST, STE 207 ROCKVILLE, MD 20850	N/A	PC	BUDDY BISON PROGRAM AT WASHINGTON JESUIT ACADEMY	10,000.
NATIONAL WORLD WAR II MUSEUM, INC. 945 MAGAZINE ST NEW ORLEANS, LA 70130	N/A	PC	SUMMER TEACHER INSTITUTE; 2017 AMERICAN SPIRIT AWARDS	377,000.
NEW FUTURES 641 S ST NW, 3RD FLOOR WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT THROUGH 2017 NEW FUTURES BRIGHT FUTURES BENEFIT	5,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
NEW HAMPSHIRE BOAT MUSEUM PO BOX 1195 WOLFEBORO FALLS, NH 03896	N/A	PC	CAPITAL CAMPAIGN; BOAT MUSEUM	100,000.
NEW SCHOOLS FUND 1616 FRANKLIN ST, 2ND FLOOR OAKLAND, CA 94612	N/A	PC	DC SCHOOLS FUND, EDUCATIONAL OPPORTUNITIES-DC CHARTER SCHOOLS	125,000.
NONPROFIT VILLAGE CENTER INC 12320 PARKLAWN DR ROCKVILLE, MD 20852	N/A	PC	GENERAL OPERATING SUPPORT THROUGH MAKING A DIFFERENCE ANNUAL BREAKFAST AWARDS	5,000.
POTOMAC COMMUNITY RESOURCES INC. 9200 KENTSDALE DR POTOMAC, MD 20854	N/A	PC	GENERAL OPERATING SUPPORT THROUGH PATRICIA SULLIVAN BENEFIT DINNER	5,000.
PROVIDENCE HEALTH FOUNDATION 1150 VARNUM ST, NE WASHINGTON, DC 20017	N/A	PC	GENERAL OPERATING SUPPORT THROUGH 2017 PROVIDENCE GALA	10,000.
READING PARTNERS 180 GRAND AVE, STE 800 OAKLAND, CA 94612	N/A	PC	GENERAL OPERATIONS FOR DC LITERACY PROGRAM	25,000.
RELAY GRADUATE SCHOOL OF EDUCATION 40 WEST 20TH ST, 7TH FLOOR NEW YORK, NY 10011	N/A	PC	LAUNCH OF WASHINGTON, DC CAMPUS	250,000.
ROBERTO CLEMENTE-SANTA ANA HEALTH CLINIC INC 105 W. MONUMENT ST BALTIMORE, MD 21201	N/A	PC	GENERAL OPERATING SUPPORT FOR HEALTHCARE AND WELLNESS	5,000.
ROUND HOUSE THEATRE, INC. 4545 EAST-WEST HIGHWAY BETHESDA, MD 20814	N/A	PC	GENERAL OPERATING SUPPORT WITH AN EMPHASIS ON EDUCATION AND OUTREACH ACTIVITIES	10,000.
SAMARITAN INNS, INC. 2523 14TH ST NW WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT FOR SUBSTANCE ABUSE AND RECOVERY IN DC	250,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
SEED FOUNDATION, INC. 1776 MASSACHUSETTS AVE, NW STE 600 WASHINGTON, DC 20036	N/A	PC	COLLEGE TRANSITION & SUCCESS PROGRAM	50,000.
SIBLEY MEMORIAL HOSPITAL FOUNDATION 5255 LOUGHBORO RD WASHINGTON, DC 20016	N/A	PC	FUNDING FOR SIDNEY KIMMEL CANCER CENTER	1,000,000.
SITAR ARTS CENTER 1700 KALORAMA RD, NW STE 101 WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT TO PROVIDE ARTS EDUCATION FOR DC YOUTH	10,000.
SMITHSONIAN INSTITUTION PO BOX 37012, MRC 035 WASHINGTON, DC 20013	N/A	PC	A. JAMES CLARK EXCELLENCE IN HISTORY TEACHING PROGRAM	705,000.
SOME, INC. (SO OTHERS MIGHT EAT) 71 O ST NW WASHINGTON, DC 20001	N/A	PC	BUILDING HOPE CAPITAL CAMPAIGN	125,000.
SPANISH EDUCATION DEVELOPMENT CENTER 4110 KANSAS AVE, NW WASHINGTON, DC 20011	N/A	PC	GENERAL OPERATING SUPPORT TO PROVIDE BILINGUAL EDUCATION PROGRAMS	100,000.
SPRINGBOARD COLLABORATIVE 2 PENN CENTER, 1500 JFK BLVD. STE 1315 PHILADELPHIA, PA 19102	N/A	PC	DC PUBLIC SCHOOLS SUMMER PROGRAMMING	100,000.
ST LUKE INSTITUTE INC 8901 NEW HAMPSHIRE AVE SILVER SPRING, MD 20903	N/A	PC	GENERAL OPERATING SUPPORT THROUGH 2017 ANNUAL BENEFIT	10,000.
SUBURBAN HOSPITAL FOUNDATION INC 8600 OLD GEORGETOWN RD BETHESDA, MD 20814	N/A	PC	CLINICAL NEUROSURGICAL TRAINING PROGRAMS	1,000,000.
TALBOT HOSPICE FOUNDATION INC 586 CYNWOOD DR EASTON, MD 21601	N/A	PC	GENERAL OPERATING SUPPORT THROUGH ANNUAL EVENTS	10,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
TEACH FOR AMERICA, INC. 25 BROADWAY, 12TH FL NEW YORK, NY 10004	N/A	PC	GENERAL OPERATIONS IN DC REGION, K12 TEACHER TRAINING	50,000.
TEAM RUBICON 6171 W. CENTURY BLVD. STE 310 LOS ANGELES, CA 90045	N/A	PC	BRAND EXPANSION, DEPLOYMENTS AND STAFF SUPPORT	2,045,000.
THE DISTRICT OF COLUMBIA CHILDRENS ADVOCACY CENTER 429 O ST, NW WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT FOR DC CHILD VICTIMS OF SEXUAL AND PHYSICAL ABUSE	25,000.
THE GEORGE WASHINGTON UNIVERSITY 2121 I ST NW WASHINGTON, DC 20052	N/A	PC	CLARK SCHOLARS ENDOWED FUNDS	2,000,000.
THE JUBILEE ASSOCIATION OF MARYLAND INC. 10408 MONTGOMERY AVE, 2ND FL KENSINGTON, MD 20895	N/A	PC	ANNUAL EVENT; GENERAL OPERATING SUPPORT FOR ADULTS WITH DISABILITIES	5,000.
THE POSSE FOUNDATION INC 14 WALL ST, STE. 8A-60 NEW YORK, NY 10005	N/A	PC	GENERAL OPERATING SUPPORT FOR DC COLLEGE ACCESS	30,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST, STE 305 PHILADELPHIA, PA 19104	N/A	PC	CLARK SCHOLARS	37,488.
UNITED FUND OF TALBOT COUNTY 121 N WASHINGTON ST P.O. BOX 741 EASTON, MD 21601	N/A	PC	GENERAL OPERATING SUPPORT THROUGH 2017-2018 ANNUAL CAMPAIGN	25,000.
UNITED STATES HOLOCAUST MEMORIAL COUNCIL 100 RAOUL WALLENBERG PLACE, SW WASHINGTON, DC 20024	N/A	PC	GENERAL OPERATING SUPPORT THROUGH ANNUAL EVENTS	100,000.
UNITED STATES SOCCER FEDERATION FOUNDATION, INC. 1140 CONNECTICUT AVE, NW STE 1200 WASHINGTON, DC 20036	N/A	PC	SOCCER FOR SUCCESS DC PROGRAM	100,000.
Total from continuation sheets				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
UNITED WAY INDIAN RIVER COUNTY INC PO BOX 1960 VERO BEACH, FL 32961	N/A	PC	GENERAL OPERATING SUPPORT THROUGH 2016-2017 ANNUAL CAMPAIGN	25,000.
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION, INC. 4603 CALVERT RD COLLEGE PARK, MD 20740	N/A	PC	A. JAMES CLARK SCHOLARSHIP PROGRAMS	3,341,999.
UNIVERSITY OF MARYLAND SHORE REGIONAL HEALTH 100 BROWN ST CHESTERTOWN, MD 21620	N/A	PC	BIRTHING CENTER AT UM SHORE MEDICAL CENTER, EASTON	10,000.
VANDERBILT UNIVERSITY GIFT PROCESSING, VU STATION B 357727 2301 VANDERBILT PLACE NASHVILLE, TN 37235	N/A	PC	CLARK SCHOLARS PROGRAM	226,000.
VIRGINIA TECH FOUNDATION INC 902 PRICES FORK RD, STE 4000 BLACKSBURG, VA 24060	N/A	PC	CLARK SCHOLARS PROGRAM	206,927.
WASHINGTON ENGLISH CENTER 2200 CALIFORNIA ST NW WASHINGTON, DC 20008	N/A	PC	GENERAL OPERATING SUPPORT FOR ESL EDUCATION	15,000.
WASHINGTON JESUIT ACADEMY 900 VARNUM ST, NE WASHINGTON, DC 20017	N/A	PC	CAPITAL CAMPAIGN FOR CAMPUS IMPROVEMENT PROJECTS AND GENERAL OPERATING SUPPORT	1,035,000.
WASHINGTON NATIONALS YOUTH BASEBALL ACADEMY 3675 ELY PLACE SE WASHINGTON, DC 20019	N/A	PC	YBA PLAY PROGRAM	100,000.
WASHINGTON REGIONAL ASSOCIATION OF GRANTMAKERS 1400 16TH ST NW STE 740 WASHINGTON, DC 20036	N/A	PC	ANNUAL MEETING FOR DC REGION GRANTMAKERS; LEARNING, NETWORKING AND COMMUNITY BUILDING	2,500.
WASHINGTON TENNIS & EDUCATION NORTHWEST CAMPUS, 16TH & KENNEDY STS, NW WASHINGTON, DC 20011	N/A	PC	GENERAL OPERATING SUPPORT; PROVIDE TENNIS AND EDUCATION TO DC YOUTH	12,000.
Total from continuation sheets				



## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**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
WILDERNESS LEADERSHIP & LEARNING INC 1758 PARK RD, NW WASHINGTON, DC 20010	N/A	PC	GENERAL OPERATING SUPPORT FOR DEVELOPMENT PROGRAM FOR AT-RISK DC YOUTH	7,500.
WILLIAM WENDT CENTER FOR LOSS AND HEALING 4201 CONNECTICUT AVE, NW STE 300 WASHINGTON, DC 20008	N/A	PC	CHILD PROGRAM EXPANSION IN DC	20,000.
YEAR UP INC 45 MILK ST 9TH FLOOR BOSTON, MA 02109	N/A	PC	GENERAL OPERATING SUPPORT: NAT'L CAPITAL REGION, COLLEGE ACCESS, WORK TRAINING	25,000.
YOUNG MENS CHRISTIAN ASSOCIATION OF THE CHESAPEAKE INC 111-1 E. DOVER ST EASTON, MD 21601	N/A	PC	ST. MICHAELS FACILITY CAPITAL CAMPAIGN; STRONG COMMUNITIES CAMPAIGN	125,000.
YUMI CARES FOUNDATION INC 5 POTOMAC MANORS COURT POTOMAC, MD 20854	N/A	PC	CHILDRENS ART FOR RECOVERY, EMPOWERMENT AND STRENGTH	5,000.
<b>Total from continuation sheets</b>				

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**Part XV** Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
CHILDREN OF FALLEN PATRIOTS FOUNDATION 1818 LIBRARY ST, STE 500 RESTON, VA 20190	N/A	PC	GENERAL OPERATING SUPPORT FOR MILITARY CHILDREN	3,000,000.
EDUCATION FORWARD DC 1805 7TH ST, NW, 6TH FLOOR WASHINGTON, DC 20001	N/A	PC	GENERAL OPERATING SUPPORT FOR EDUCATION ACCESS	2,000,000.
GEORGETOWN UNIVERSITY 37TH AND O STS NW WASHINGTON, DC 20007	N/A	PC	INITIATIVE ON CATHOLIC SOCIAL THOUGHT AND PUBLIC LIFE	20,000.
GONZAGA COLLEGE HIGH SCHOOL 19 EYE ST, NW WASHINGTON, DC 20001	N/A	PC	CARDINAL THEODORE MCCARRICK ENDOWED SCHOLARSHIP FUND	4,000,000.
HIGHER ACHIEVEMENT PROGRAM, INC. 1750 COLUMBIA RD NW, FL 2 WASHINGTON, DC 20009	N/A	PC	WARD 1 ACHIEVEMENT CENTER	50,000.
MARTHAS TABLE 2114 14TH ST NW WASHINGTON, DC 20037	N/A	PC	EXPANDED FACILITY AND MOTOR ROOM	750,000.
MARYLAND FOOD BANK, INC. 2200 HALETHORPE FARMS RD BALTIMORE, MD 21227	N/A	PC	TECHNOLOGY INVESTMENT, GENERAL OPERATING SUPPORT TO END HUNGER IN MD	750,000.
RECTOR & VISITORS OF THE UNIVERSITY OF VIRGINIA PO BOX 400194 CHARLOTTESVILLE, VA 22904		PC	CLARK SCHOLARS ENDOWED FUNDS	15,000,000.
RELAY GRADUATE SCHOOL OF EDUCATION 40 WEST 20TH ST, 7 FL NEW YORK, NY 10011	N/A	PC	LAUNCH OF WASHINGTON, DC CAMPUS	750,000.
SAMARITAN INNS, INC. 2523 14TH ST NW WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT FOR SUBSTANCE ABUSE AND RECOVERY IN DC	500,000.
<b>Total from continuation sheets</b>				<b>314,733,362.</b>

## CLARK CHARITABLE FOUNDATION, INC.

DBA A. JAMES &amp; ALICE B. CLARK FOUNDATION 52-1512330

**Part XV** Supplementary Information**3** Grants and Contributions Approved for Future Payment (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
SITAR ARTS CENTER 1700 KALORAMA RD, NW STE 101 WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT TO PROVIDE ARTS EDUCATION FOR DC YOUTH	40,000.
THE GEORGE WASHINGTON UNIVERSITY 1212 I ST NW WASHINGTON, DC 20052	N/A	PC	CLARK SCHOLARS ENDOWED FUNDS	6,000,000.
THE TRUSTEES OF THE STEVENS INSTITUTE OF TECHNOLOGY ONE CASTLE POINT ON HUDSON HOBOKEN, NJ 07030	N/A	PC	CLARK SCHOLARS	16,125,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST, STE 305 PHILADELPHIA, PA 19104	N/A	PC	CLARK SCHOLARS ENDOWED FUNDS	15,505,461.
UNITED STATES SOCCER FEDERATION FOUNDATION, INC. 1140 CONNECTICUT AVE, NW STE 1200 WASHINGTON, DC 20036	N/A	PC	SOCCER FOR SUCCESS DC PROGRAM	200,000.
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION, INC. 4603 CALVERT RD COLLEGE PARK, MD 20740	N/A	PC	CLARK CHALLENGE, DISTINGUISHED CHAIRS, SCHOLARS, DOCTORAL FELLOWS	137,135,000.
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION, INC. 4603 CALVERT RD COLLEGE PARK, MD 20740	N/A	PC	KIM BUILDING ADDITION	25,000,000.
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION, INC. 4603 CALVERT RD COLLEGE PARK, MD 20740	N/A	PC	NEW ENGINEERING FACILITIES	55,000,000.
VANDERBILT UNIVERSITY GIFT PROCESSING, VU STATION B 357727 2301 VANDERBILT PLACE NASHVILLE, TN 37235	N/A	PC	CLARK SCHOLARS PROGRAM AND ENDOWED FUNDS	16,006,000.
VIRGINIA TECH FOUNDATION INC 902 PRICES FORK RD, STE 4000 BLACKSBURG, VA 24060	N/A	PC	CLARK SCHOLARS CURRENT USE AND ENDOWED FUNDS	16,251,901.
Total from continuation sheets				

DBA A. JAMES & ALICE B. CLARK FOUNDATION 52-1512330

### **3 Grants and Contributions Approved for Future Payment (Continuation)**

**Total from continuation sheets**

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST BANK	59,314.	59,314.	
OTHER INTEREST INCOME	519.	519.	
TOTAL TO PART I, LINE 3	59,833.	59,833.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ARTISAN GLOBAL OPPORTUNITIES	364,333.	364,333.	0.	0.	
ATLANTIC CAPITAL MANAGEMENT	163,829.	0.	163,829.	163,829.	
MSIM GLOBAL FRANCHISE PORTFOLIO	10,610.	10,610.	0.	0.	
PIMCO ALL ASSET ALL AUTHORITY FD	60,016.	0.	60,016.	60,016.	
PIMCO SHORT ASSET INVESTMENT FUND	864,590.	41,657.	822,933.	822,933.	
VANGUARD TOTAL WORLD STK INDX FD	129,606.	0.	129,606.	129,606.	
VANGUARD UM FUND	460,857.	2,209.	458,648.	458,648.	
TO PART I, LINE 4	2,053,841.	418,809.	1,635,032.	1,635,032.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH ITEMS FROM PARTNERSHIP K-1'S	827,013.	827,013.	
PASSTHROUGH USGO INTEREST FROM PARTNERSHIP K-1'S	55,104.	0.	
OTHER INCOME	95.	95.	
TOTAL TO FORM 990-PF, PART I, LINE 11	882,212.	827,108.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	225,256.	0.		225,256.	
TO FM 990-PF, PG 1, LN 16A	225,256.	0.		225,256.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONSULTING	534,226.	0.		534,226.	
DUES & SUBSCRIPTIONS	14,420.	0.		14,420.	
PROFESSIONAL DEVELOPMENT	666.	0.		666.	
GLOBAL OPPORTUNISTIC FIXED INC PORT (BRANDYWINE) MGMT FEE	13,853.	13,853.			0.
CAMBRIDGE ASSOCIATES MGMT FEE	36,794.	36,794.			0.
KILTEARN GLOBAL EQUITY FUND MGMT FEE	81,252.	81,252.			0.
NORTHERN TRUST (CUSTODIAN) MGMT FEE	91,038.	91,038.			0.
SANDS CAPITAL EMERGING MARKETS MGMT FEE	<897.>	<897.>			0.
WESTERN ASSET US CORE BOND MGMT FEE	13,345.	13,345.			0.
TO FORM 990-PF, PG 1, LN 16C	784,697.	235,385.			549,312.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID BY PARTNERSHIPS	33,360.	33,360.			0.
2016 990PF EXTENSION TAX PAYMENT	8,750.	0.			0.
2017 990PF 2Q ESTIMATED PAYMENT	10,250.	0.			0.

2017 990PF 4Q ESTIMATED  
PAYMENT

70,000.

0.

0.

TO FORM 990-PF, PG 1, LN 18

122,360.

33,360.

0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	138.	138.		0.
OFFICE EXPENSE	2,364.	0.		2,364.
PR/MARKETING & COMMUNICATIONS	574,242.	0.		574,242.
TO FORM 990-PF, PG 1, LN 23	576,744.	138.		576,606.

FOOTNOTES

STATEMENT

8

PART VIII (D) CONTRIBUTION TO EMPLOYEE BENEFIT PLANS  
AND DEFERRED COMPENSATION:

AMOUNT INCLUDES \$250,000 DEFERRED COMPENSATION WHICH IS NOT VESTED,  
NOT FUNDED, BASED ON ACHEIVING SPECIFIC MILESTONES,  
AND UNLIKELY TO BE VESTED PRIOR TO 2023 OR LATER.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BEACH POINT TOTAL RETURN OFFSHORE FD II LTD	1,250,000.	1,750,904.
CANYON BALANCED FUND (CAYMAN) LTD	937,500.	2,025,128.
GOVERNORS LANE OFFSHORE FUND LTD	1,100,000.	1,280,396.
HIGHLINE CAPITAL INT'L LTD CL D	1,000,000.	1,500,745.
LUXOR CAPITAL PARTNERS LIQUIDATING SPV	78,260.	101,675.
OCM ASIA PRINCIPAL OPPORTUNITIES FUND, LP	151,876.	36,425.
OCM OPPORTUNITIES FUND IV, LP	165,786.	214,639.
OCM OPPORTUNITIES IVB LP	402.	168.
OCM PRINCIPAL OPPORTUNITIES FUND IV AIF, LP	6,932.	0.
OWL CREEK OVERSEAS FUND LTD	1,000,000.	1,504,009.
PIMCO SHORT ASSET INVESTMENT FUND	69,957,250.	69,813,781.
SACHEM HEAD OFFSHORE LTD	975,000.	1,402,906.
SCOPIA PX INT'L LTD	1,000,000.	1,365,263.
SHEFFIELD INTERNATIONAL PARTNERS	1,000,000.	1,037,202.
TOWER SQUARE CAPITAL PARTNERS, LP	1,168.	0.
VANGUARD UM FUND	20,067,165.	22,970,734.
HOUD PARTNERS, LP	2,200,000.	2,276,298.
TOTAL TO FORM 990-PF, PART II, LINE 10B	100,891,339.	107,280,273.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	10
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NAME OF CONTRIBUTOR	ADDRESS
ALICE B CLARK	7500 OLD GEORGETOWN RD FL15 BETHESDA, MD 20814



FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 11  
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
COURTNEY C. PASTRICK 7500 OLD GEORGETOWN RD, 15TH FL BETHESDA, MD 20814	CHAIR OF THE BOARD 2.00	0.	0.	0.
JOE DEL GUERCIO 7500 OLD GEORGETOWN RD, 15TH FL BETHESDA, MD 20814	PRESIDENT 32.00	*** 416,357.	273,537.	0.
ROBERT J FLANAGAN 7500 OLD GEORGETOWN RD, 15TH FL BETHESDA, MD 20814	ASSISTANT SECRETARY 2.00	0.	0.	0.
LAWRENCE C. NUSSDORF 7500 OLD GEORGETOWN RD, 15TH FL BETHESDA, MD 20814	SECRETARY 2.00	0.	0.	0.
TERRI D. KLATZKIN 7500 OLD GEORGETOWN RD, 15TH FL BETHESDA, MD 20814	TREASURER 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		416,357.	273,537.	0.

\*\*\* AMOUNT INCLUDES COMPENSATION FROM 2016 PAID IN 2017. THIS WAS DUE TO  
 TIMING OF REIMBURSEMENT PAYMENTS.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

N/A

FORM AND CONTENT OF APPLICATIONS

N/A

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE NEITHER MADE TO INDIVIDUALS NOR TO ORGANIZATINS WHICH AREN'T  
NON- PROFIT AND TAX-EXEMPT. GRANTS ARE NOT MADE TO ORGANIZATIONS OUTSIDE  
THE U.S.