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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation CLARKS FORK FOUNDATION		A Employer identification number 36-3674219
Number and street (or P O box number if mail is not delivered to street address) 270 WESTMINSTER	Room/suite 300	B Telephone number 847-234-1123
City or town, state, and ZIP code LAKE FOREST, IL 60045		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,116,908.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	41,257.	41,257.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	14,284.			
	b Gross sales price for all assets on line 6a	949,809.			
	7 Capital gain net income (from Part IV, line 2)		14,284.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-1,623.	-1,623.		STATEMENT 2
	12 Total. Add lines 1 through 11	53,918.	53,918.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	5,297.	0.		5,297.
	c Other professional fees STMT 4	27,185.	27,185.		0.
	17 Interest				
	18 Taxes STMT 5	1,637.	1,637.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses STMT 6	8,859.	6,448.		25.	
24 Total operating and administrative expenses. Add lines 13 through 23	42,978.	35,270.		5,322.	
25 Contributions, gifts, grants paid	301,434.			301,434.	
26 Total expenses and disbursements. Add lines 24 and 25	344,412.	35,270.		306,756.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-290,494.				
b Net investment income (if negative, enter -0-)		18,648.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	11,212.	139,609.	139,609.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations			
b Investments - corporate stock			
c Investments - corporate bonds			
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 ▶ STATEMENT 7)	3,202,834.	2,779,280.	2,977,299.
16 Total assets (to be completed by all filers)	3,214,046.	2,918,889.	3,116,908.
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			
22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ <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	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	3,214,046.	2,918,889.	
30 Total net assets or fund balances	3,214,046.	2,918,889.	
31 Total liabilities and net assets/fund balances	3,214,046.	2,918,889.	

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	3,214,046.
2 Enter amount from Part I, line 27a	2	-290,494.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,923,552.
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT - WASH SALE	5	4,663.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,918,889.

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 949,809.		949,156.	14,284.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			14,284.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	14,284.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not 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))
2011	296,981.	3,360,517.	.088374
2010	233,395.	3,445,993.	.067729
2009	306,257.	3,247,431.	.094307
2008	306,280.	5,023,272.	.060972
2007	60,000.	4,609,579.	.013016

2 Total of line 1, column (d)	2	.324398
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.064880
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,152,593.
5 Multiply line 4 by line 3	5	204,540.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	186.
7 Add lines 5 and 6	7	204,726.
8 Enter qualifying distributions from Part XII, line 4	8	306,756.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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	186.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	186.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	186.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,504.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,504.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,318.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 2,318. 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 instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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"/> IL		
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 2012 or the taxable year beginning in 2012 (see 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)

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?		X	

Website address **N/A**

14 The books are in care of **MARGARET HART** Telephone no. **847-234-1123**
 Located at **270 WESTMINSTER SUITE 300, LAKE FOREST, IL** ZIP+4 **60045**

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 2012, 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**
X

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **N/A**

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2012?		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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years N/A		
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	
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 2012 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 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2012?		X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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

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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

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

N/A

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

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

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

(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
MARGARET S. HART 1272 N. GREEN BAY ROAD LAKE FOREST, IL 60045	DIRECTOR & PRESIDENT 2.00	0.	0.	0.
KATHRYN H. LANSING 390 E. WISCONSIN AVENUE LAKE FOREST, IL 60045	DIRECTOR & SECRETARY 1.00	0.	0.	0.
HEATHER HART GOLDSTEIN 6430 FOX TROTTER LANE BOZEMAN, MT 59715	DIRECTOR & TREASURER 1.00	0.	0.	0.

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

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

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

0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,151,260.
b	Average of monthly cash balances	1b	205,057.
c	Fair market value of all other assets	1c	844,285.
d	Total (add lines 1a, b, and c)	1d	3,200,602.
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	3,200,602.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,009.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,152,593.
6	Minimum investment return. Enter 5% of line 5	6	157,630.

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	157,630.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	186.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	186.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	157,444.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	157,444.
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	157,444.

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	306,756.
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	306,756.
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	186.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	306,570.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				157,444.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	55,956.			
c From 2009	143,885.			
d From 2010	61,095.			
e From 2011	131,027.			
f Total of lines 3a through e	391,963.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	306,756.			
a Applied to 2011, 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 2012 distributable amount				157,444.
e Remaining amount distributed out of corpus	149,312.			
5 Excess distributions carryover applied to 2012 (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	541,275.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	541,275.			
10 Analysis of line 9:				
a Excess from 2008	55,956.			
b Excess from 2009	143,885.			
c Excess from 2010	61,095.			
d Excess from 2011	131,027.			
e Excess from 2012	149,312.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A CHRISTIAN MINISTRY IN NATIONAL PARKS 9185 EAST KENYON AVE DENVER, CO 80237			RELIGIOUS	300.
A SAFE PLACE 2710 17TH ST. ZION, IL 60099			COMMUNITY	500.
A.K. TAYLOR FUND 2724 ARVIN ROAD BILLINGS, MT 59102			ENVIRONMENT	300.
ALLENDALDE ASSOCIATION PO BOX 1088 LAKE VILLA, IL 60046			EDUCATION	500.
AMERICAN RED CROSS OF GREATER CHICAGO 32400 N. HARRIS ROAD GRAYSLAKE, IL 60030			HEALTH	6,000.
Total	SEE CONTINUATION SHEET(S)			3a 301,434.
b Approved for future payment				
NONE				
Total				3b 0.

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

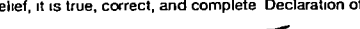

- | | | | |
|---|--|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | X |
| 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) of the Code (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
N/A		

Sign Here	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				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		5/15/13 Date		PRESIDENT Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	BRIAN J. CAMPEAU				5/13/13		P00440195
	Firm's name ▶ VOGEL CONSULTING LLC					Firm's EIN ▶ 39-2038214	
	Firm's address ▶ 3415 GATEWAY ROAD BROOKFIELD, WI 53045					Phone no. 262-790-4960	

CLARKS FORK FOUNDATION

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	BMO ASSET MANAGEMENT		VARIOUS	VARIOUS
b	BMO ASSET MANAGEMENT		VARIOUS	VARIOUS
c	FROM K-1 - JANUS		VARIOUS	VARIOUS
d	FROM K-1 - JANUS		VARIOUS	VARIOUS
e	SANDALWOOD OVERSEAS	P	02/29/08	02/01/12
f	BMO - ALETHEIA	P	VARIOUS	VARIOUS
g	SECURITIES LITIGATION	P	VARIOUS	VARIOUS
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	268,655.		279,867.	-11,212.
b	636,604.		659,351.	-22,747.
c				-4,836.
d				18,467.
e	2,115.		500.	1,615.
f	18,812.		9,438.	9,374.
g	159.			159.
h	23,464.			23,464.
i				
j				
k				
l				
m				
n				
o				

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-11,212.
b			-22,747.
c			-4,836.
d			18,467.
e			1,615.
f			9,374.
g			159.
h			23,464.
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	14,284.
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

CLARKS FORK FOUNDATION

36-3674219

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
ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVE CHICAGO, IL 60603			CULTURE	1,000.
BEARTOOTH HOSPITAL 600 WEST 21ST STREET RED LODGE, MT 59068			HEALTH	500.
BOYS & GIRLS CLUB OF LAKE COUNTY 1801 SHERIDAN RD. SUITE 202 NORTH CHICAGO, IL 60064			COMMUNITY	1,000.
BOZEMAN SCHOOLS FOUNDATION PO BOX 1803 BOZEMAN, MT 59771			EDUCATION	200.
BUFFALO BILL HISTORICAL CENTER 720 SHERIDAN AVE CODY, WY 82414			EDUCATION	1,000.
CAPE ELEUTHERA FOUNDATION PO BOX 5910 PRINCETON, NJ 08543			EDUCATION	1,667.
CARE 151 ELLIS STREET NE ATLANTA, GA 30303			COMMUNITY	1,000.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022			ENVIRONMENT	500.
CHICAGO COMMONS 700 N SACRAMENTO BLVD CHICAGO, IL 60612			COMMUNITY	500.
CHICAGO HISTORICAL SOCIETY 1601 N. CLARK ST. CHICAGO, IL 60614			COMMUNITY	125.
Total from continuation sheets				293,834.

CLARKS FORK FOUNDATION

36-3674219

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
CHICAGO SUNDAY EVENING CLUB 200 N. MICHIGAN AVE CHICAGO, IL 60601			COMMUNITY	250.
CHICAGO SYMPHONY ORCHESTRA 220 S. MICHIGAN AVE CHICAGO, IL 60604			CULTURE	1,000.
CHILDREN'S HOME & AID SOCIETY OF IL 125 S. WACKER DR CHICAGO, IL 60606			COMMUNITY	500.
CITIZENS AGAINST GOVERNMENT WASTE 200 N. MICHIGAN AVE CHICAGO, IL 60601			COMMUNITY	150.
COALITION TO STOP GUN VIOLENCE 1023 15TH ST. NW WASHINGTON, DC 20005			EDUCATION	200.
COMMON GROUND 1000 LAKE COOK ROAD GLENCOE, IL 60022			COMMUNITY	200.
COOKE CITY COMMUNITY COUNCIL 13400 EAST SHEA BLVD SCOTTSDALE, AZ 85259			MUNICIPAL	5,000.
COTTON BAY FOUNDATION 590 DUKE ROAD BUFFALO, NY 14225			COMMUNITY	1,000.
DEER PATH ART LEAGUE 400 E. ILLINOIS RD LAKE FOREST, IL 60045			EDUCATION	250.
DESERT CABALLEROS WESTERN MUSEUM PO BOX 502 BOZEMAN, MT 59770			EDUCATION	25,000.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
DOCTORS WITHOUT BORDERS 333 7TH AVE NEW YORK, NY 10001			HEALTH	100.
DREAM ASSOCIATES 565 HATHAWAY CIRCLE LAKE FOREST, IL 60045			COMMUNITY	600.
ELAWA FARM FOUNDATION 1401 MIDDLEFORK DRIVE LAKE FOREST, IL 60045			ENVIRONMENT	250.
FIELD MUSEUM 1400 S. LAKE SHORE DR. CHICAGO, IL 60605			EDUCATION	250.
FIRST PRESBYTERIAN CHURCH OF LAKE FOREST 700 N. SHERIDAN ROAD LAKE FOREST, IL 60045			RELIGIOUS	15,000.
FIRST PRESBYTERIAN CHURCH OF LAKE FOREST 700 N. SHERIDAN ROAD LAKE FOREST, IL 60045			RELIGIOUS	20,000.
FIRST PRESBYTERIAN CHURCH OF WICKENBURG 180 N. ADAMS ST. WICKENBURG, AZ 85390			RELIGIOUS	1,000.
FRIENDS OF CHANNEL 8 PO BOX 870108 TEMPE, AZ 85287			EDUCATION	300.
FRIENDS OF HASSAYANPA PO BOX 1874 BOZEMAN, MT 59771			CONSERVATION	500.
FRIENDS OF MUSIC 2724 ARVIN ROAD BILLINGS, MT 59102			ARTS	100.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDSHIP BRIDGE 3560 HIGHWAY 74 EVERGREEN, CO 80439			CULTURE	200.
FRONTIER NURSING SERVICE 132 FNS DRIVE WENDOVER, KY 41775			HEALTH	100.
GOLDEN APPLE FOUNDATION 8 SOUTH MICHIGAN AVE CHICAGO, IL 60603			EDUCATION	500.
GORTON COMMUNITY CENTER 400 E. ILLINOIS RD LAKE FOREST, IL 60045			COMMUNITY	1,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632			COMMUNITY	1,000.
GREATER YELLOWSTONE COALITION PO BOX 1874 BOZEMAN, MT 59771			CONSERVATION	1,000.
HARVARD UNIVERSITY 5 JAMES STREET CAMBRIDGE, MA 02138			EDUCATION	2,500.
HEARD MUSEUM 2301 N. CENTRAL AVE. PHOENIX, AZ 85004			ART	500.
HEIFER INTERNATIONAL PO BOX 6021 ALBERT LEA, MN 56007			HEALTH	500.
HIGHSTEAD ABORETUM 125 S. WACKER DR. CHICAGO, IL 60606			ENVIRONMENT	250.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
HORIZON HOSPICE 833 WEST CHICAGO AVE CHICAGO, IL 60622			HEALTH	500.
INFANT WELFARE SOCIETY OF CHICAGO 3600 WEST FULLERTON CHICAGO, IL 60647			HEALTH	250.
INTERNATIONAL HOUSE PO BOX 6669 BOZEMAN, MT 59771			COMMUNITY	100.
JOHN G. SHEDD AQUARIUM 1200 S. LAKE DR. CHICAGO, IL 60605			ART	500.
KENTS HILL SCHOOL 1614 MAIN ST. KENTS HILL, ME 04349			EDUCATION	100.
LACASA 4275 OLD GRAND AVE GURNEE, IL 60031			HEALTH	500.
LAKE BLUFF OPEN LANDS PO BOX 449 LAKE BLUFF, IL 60044			ENVIRONMENT	100.
LAKE COUNTY CARES 400 EAST ILLINOIS ROAD LAKE FOREST, IL 60045			COMMUNITY	500.
LAKE COUNTY COMMUNITY FOUNDATION 114 S. GENESEE ST. WAUKEGAN, IL 60085			EDUCATION	10,000.
LAKE FOREST ACADEMY 1500 W. KENNEDY RD LAKE FOREST, IL 60045			EDUCATION	100.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
LAKE FOREST AMERICAN LEGION 801 N MCKINLEY ROAD LAKE FOREST, IL 60045			COMMUNITY	100.
LAKE FOREST COLLEGE 555 NORTH SHERIDAN ROAD LAKE FOREST, IL 60045			EDUCATION	8,100.
LAKE FOREST COLLEGE 555 NORTH SHERIDAN ROAD LAKE FOREST, IL 60045			EDUCATION	60,000.
LAKE FOREST COUNTRY DAY SCHOOL 145 S. GREEN BAY RD LAKE FOREST, IL 60045			CULTURE	1,000.
LAKE FOREST DAY FOUNDATION 9 MARKET SQUARE COURT LAKE FOREST, IL 60045			COMMUNITY	2,000.
LAKE FOREST FIREMEN'S ASSOCIATION PO BOX 122 LAKE FOREST, IL 60045			COMMUNITY	100.
LAKE FOREST HISTORICAL SOCIETY 361 E. WESTMINSTE LAKE FOREST, IL 60045			HEALTH	500.
LAKE FOREST OPEN LANDS ASSOCIATION 272 E. DEERPATH LAKE FOREST, IL 60045			CONSERVATION	18,842.
LAKE FOREST PRESEVERATION FOUNDATION 400 EAST ILLINOIS ROAD LAKE FOREST, IL 60045			ENVIRONMENT	150.
LAKE FOREST SYMPHONY PO BOX 1083 PLAINFIELD, IL 60544			ART	1,000.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
LAMBS FARM 111 S. MICHIGAN AVE CHICAGO, IL 60603			ENVIRONMENT	100.
LF/LB SENIOR CITIZEN FOUNDATION 400 HASTINGS ROAD LAKE FOREST, IL 60045			COMMUNITY	500.
LIBERTY PRAIRIE CONSERVANCY 32400 N. HARRIS ROAD GRAYSLAKE, IL 60030			EDUCATION	500.
MAYO CLINIC 13400 EAST SHEA BLVD SCOTTSDALE, AZ 85259			HEALTH	5,000.
MCCORMICK THEOLOGICAL SEMINARY 5460 S. UNIVERSITY AVE CHICAGO, IL 60045			EDUCATION	5,000.
MCKINLOCK POST FOUNDATION 700 N SACRAMENTO CHICAGO, IL 60612			COMMUNITY	200.
MISS HALL'S SCHOOL PO BOX 1166 PITTSFIELD, MA 01202			EDUCATION	4,000.
MONTANA OUTDOOR SCIENCE SCHOOL PO BOX 502 BOZEMAN, MT 59770			RELIGIOUS	500.
MT. REPUBLIC CHAPEL OF PEACE PO BOX 1112 COOKE CITY, MT 59020			CONSERVATION	500.
NATIONAL PARKS & CONSERVATION ASSOC. 1300 19TH ST. NW WASHINGTON, DC 20036			CONSERVATION	500.
Total from continuation sheets				

CLARKS FORK FOUNDATION

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL PARKS & CONSERVATION ASSOC. 1300 19TH ST. NW WASHINGTON, DC 20036			CONSERVATION	12,500.
NATIONAL WILDLIFE FEDERATION 541 N FAIRBANKS CT CHICAGO, IL 60611			CONSERVATION	100.
NIGHT MINISTRY 4711 N. RAVENSWOOD AVE CHICAGO, IL 60640			COMMUNITY	500.
NORTH CHICAGO COMMUNITY 765 N. SHERIDAN LAKE FOREST, IL 60045			COMMUNITY	500.
NORTH COUNTRY SCHOOL 4382 CASCADE ROAD LAKE PLACID, NY 12946			EDUCATION	100.
NORTHERN ILLINOIS FOOD BANK 28 E JACKSON CHICAGO, IL 60604			COMMUNITY	500.
NORTHERN PLAINS RESOURCE COUNCIL 2300 CHILDREN'S PLAZA CHICAGO, IL 60614			ENVIRONMENT	250.
NORTHWESTERN LAKE FOREST HOSPITAL 600 N. WESTMORELAND LAKE FOREST, IL 60045			HEALTH	2,500.
NPCA NORTHERN ROCKIES PO BOX 824 BILLINGS, MT 59624			ENVIRONMENT	8,000.
OPENLANDS 25 EAST WASHINGTON STREET CHICAGO, IL 60602			ENVIRONMENT	500.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
OPPORTUNITY INTERNATIONAL PO BOX 1071 COOKE CITY, MT 59020			COMMUNITY	300.
OUTWARD BOUND USA 3560 HIGHWAY 74 EVERGREEN, CO 80439			ENVIRONMENT	300.
PADS CRISIS SERVICES 3001 GREEN BAY ROAD NORTH CHICAGO, IL 60064			HEALTH	1,000.
PARK COUNTY ENVIRONMENTAL COUNCIL PO BOX 164 LIVINGSTON, MT 59047			HEALTH	150.
PATHFINDER INTERNATIONAL 9 GALEN STREET, SUITE 217 WATERTOWN, MA 02472			RELIGIOUS	5,000.
PAWS 1110 W. 35TH ST. CHICAGO, IL 60609			COMMUNITY	250.
PLANNED PARENTHOOD 18 S. MICHIGAN AVE CHICAGO, IL 60603			HEALTH	5,000.
PRARIE CROSSING LEARNING FARM 32400 N. HARRIS ROAD GRAYSLAKE, IL 60030			ENVIRONMENT	2,000.
PRESERVATION FOUNDATION OF LAKE CITY FOREST PRESERVES 400 E. ILLINOIS RD LAKE FOREST, IL 60045			CONSERVATION	150.
PRINCETON UNIVERSITY PRINCETON UNIVERSITY PRINCETON, NJ 08544			EDUCATION	500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RAGDALE FOUNDATION 1260 N. GREEN BAY ROAD LAKE FOREST, IL 60045			HEALTH	2,000.
RAINBOW RIDERS 822 200TH AVE MONMOUTH, IL 61462			ENVIRONMENT	1,000.
RAVINIA FESTIVAL 50 EAST OLD MILL ROAD LAKE FOREST, IL 60045			MUSIC	3,500.
RUSH UNIVERSITY MEDICAL CENTER 1653 W. CONGRESS PARKWAY CHICAGO, IL 60612			COMMUNITY	2,500.
SALVATION ARMY 150 NORTH MICHIGAN AVE CHICAGO, IL 60601			COMMUNITY	400.
SAMARITAN COUNSELING CENTER 690 OAK STREET WINNETKA, IL 60093			EDUCATION	200.
SONORAN INSTITUTE 7650 E. BROADWAY BLVD., SUITE 203 TUCSON, AZ 85710			RELIGIOUS	250.
STUDENT CONSERVATION ASSOCIATION 590 DUKE ROAD BUFFALO, NY 14225			CONSERVATION	300.
TEACH FOR AMERICA 820 N. ORLEANS ST. CHICAGO, IL 60610			EDUCATION	5,000.
THE AMERICAN HIMALAYN FOUNDATION 132 FNS DRIVE WENDOVER, KY 41775			ENVIRONMENT	250.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CHICAGO COUNCIL ON GLOBAL AFFAIRS 332 S. MICHIGAN AV CHICAGO, IL 60604			HEALTH	2,500.
THE COMMUNITY CHURCH OF LF & LB PO BOX 26, LAKE BLUFF LAKE BLUFF, IL 60044			CONSERVATION	800.
THE CONCORD COALITION PO BOX 96536 WASHINGTON, DC 20077			CONSERVATION	150.
THE ISLAND SCHOOL PO BOX 6008 LAWRENCEVILLE, IL 08648			ENVIRONMENT	1,000.
THE LAKE COUNTY HAVEN PO BOX 127 LIBERTYVILLE, IL 60048			ENVIRONMENT	1,000.
THE NATURE CONSERVANCY 258 MAIN ST. LANDER, WY 82520			ENVIRONMENT	2,000.
THE NATURE CONSERVANCY - ILLINOIS CHAPTER 8 SOUTH MICHIGAN AVE CHICAGO, IL 60603			CONSERVATION	1,000.
THE TRUST FOR PUBLIC LAND 116 NEW MONTGOMERY ST. SAN FRANCISCO, CA 94105			CONSERVATION	100.
THE WETLANDS INITIATIVE 53 WEST JACKSON BLVD CHICAGO, IL 60604			EDUCATION	200.
THE WILDERNESS SOCIETY 1615 M STREET NW WASHINGTON, DC 20036			EDUCATION	150.
Total from continuation sheets				

CLARKS FORK FOUNDATION

36-3674219

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
THE WOMEN'S BOARD OF UNIV OF CHICAGO 5801 S. ELLIS AVE CHICAGO, IL 60637			EDUCATION	200.
THE YELLOWSTONE PARK FOUNDATION 222 EAST MAIN ST BOZEMAN, MT 59715			CONSERVATION	1,000.
UNITED WAY OF LAKE FOREST/LAKE BLUFF 540 W. FRONTAGE ROAD NORTHFIELD, IL 60093			COMMUNITY	1,000.
UNIVERSITY OF CHICAGO 5801 S ELLIS AVE CHICAGO, IL 60637			EDUCATION	1,000.
URBAN GATEWAYS 815 ROSEMARY TERRACE DEERFIELD, IL 60015			COMMUNITY	250.
WATER FOR PEOPLE 6666 W. QUINCY DENVER, CO 80235			CONSERVATION	250.
WBEZ 848 E. GRAND AVE CHICAGO, IL 60611			COMMUNITY	1,000.
WESTERN ORGANIZATION OF RESOURCE COUNCILS 220 SOUTH 27TH STREET BILLINGS, MT 59101			CONSERVATION	100.
WICKENBURG COMMUNITY HOSPITAL AUXILIARY 215 MILLS CT. LAKE FOREST, IL 60045			HEALTH	1,000.
WTTW CHANNEL 11 5400 NORTH ST. LOUIS AVE CHICAGO, IL 60625			COMMUNITY	5,000.
Total from continuation sheets				

36-3674219

3 Grants and Contributions Paid During the Year (Continuation)

223631
05-01-12

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BMO ASSET MANAGEMENT	56,878.	23,464.	33,414.
JANUS INSTITUTIONAL AGGRESSIVE GROWTH FUND	6,219.	0.	6,219.
WESTMINSTER FUND II	1,624.	0.	1,624.
TOTAL TO FM 990-PF, PART I, LN 4	64,721.	23,464.	41,257.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JANUS INSTITUTIONAL AGGRESSIVE GROWTH	1.	1.	
WESTMINSTER II - SECTION 1231	280,625.	280,625.	
WESTMINSTER II - ORDINARY BUSINESS INCOME	-27,403.	-27,403.	
WESTMINSTER II - NET RENTAL REAL ESTATE INCOME/LOSS	-10,614.	-10,614.	
WESTMINSTER II - PRIOR YEAR LOSS CARRYOVER	-244,232.	-244,232.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-1,623.	-1,623.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BMO ACCOUNTING FEES	190.	0.		190.
VOGEL CONSULTING FEES	5,107.	0.		5,107.
TO FORM 990-PF, PG 1, LN 16B	5,297.	0.		5,297.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BMO CUSTODY FEES	3,363.	3,363.		0.
VOGEL CONSULTING FEES	23,822.	23,822.		0.
TO FORM 990-PF, PG 1, LN 16C	27,185.	27,185.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - BMO	1,565.	1,565.		0.
FOREIGN TAXES - FROM K-1 -				
JANUS INSTITUTIONAL				
CONCENTRATED GROWTH	72.	72.		0.
TO FORM 990-PF, PG 1, LN 18	1,637.	1,637.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEE	25.	0.		25.
PORTFOLIO DEDUCTIONS - FROM				
K-1 JANUS INSTITUTIONAL				
CONCENTRATED GROWTH	3,833.	3,833.		0.
BMO - OTHER DEDUCTIONS	80.	80.		0.
MISCELLANEOUS EXPENSES	200.	0.		0.
BMO - PORTFOLIO DEDUCTIONS	4,721.	2,535.		0.
TO FORM 990-PF, PG 1, LN 23	8,859.	6,448.		25.

FORM 990-PF	OTHER ASSETS		STATEMENT 7
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TEMPLETON INTERNATIONAL FOREIGN EQUITY	184,481.	125,079.	153,245.
EAGLE MID CAP GROWTH (HAGAX)	137,862.	143,544.	164,026.
HUSSMAN STRATEGIC GROWTH FUND (HSGFX)	247,296.	159,157.	116,112.
KINETICS PARADIGM FUND (WWNPX)	127,162.	127,916.	150,766.
HARBOR INTERNATIONAL FUND (HAINX)	306,931.	257,609.	274,625.
ALETHEIA LARGE CAP VALUE FUND	477,802.	0.	0.
JANUS INSTITUTIONAL AGGRESSIVE GROWTH PORTFOLIO	416,944.	332,890.	399,955.
FRONTEGRA NETOLS SMALL CAP VALUE (FNSVX)	45,076.	0.	0.
HARDING LOEVNER EMERGING MARKETS (HLEMX)	141,802.	113,834.	105,642.
SANDALWOOD OVERSEAS FUND SPC CLASS B	402,599.	402,099.	444,330.
DIAMOND HILL LONG-SHORT A	80,000.	80,000.	89,907.
ARBITRAGE FUND - CLASS R	80,271.	82,468.	80,447.
MERGER FUND	78,652.	80,296.	82,387.
JENSEN FUND CLASS J	101,441.	102,747.	117,152.
PERMAMENT PORTFOLIO	163,484.	98,648.	119,458.
WHV INTERNATIONAL EQUITY	105,361.	105,791.	97,591.
BMO SMALL CAP	105,670.	112,901.	105,116.
FMI LARGE CAP	0.	389,301.	405,195.
HOMESTEAD SMALL COMPANY STOCK	0.	65,000.	71,345.
TO FORM 990-PF, PART II, LINE 15	3,202,834.	2,779,280.	2,977,299.