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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.

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

NOV 1, 2012

, and ending

OCT 31, 2013

Name of foundation

ROBERT STERLING CLARK FOUNDATION, INC.

A Employer identification number

13-1957792

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

135 EAST 64TH STREET

Room/suite

B Telephone number

(212) 288-8900

City or town, state, and ZIP code

NEW YORK, NY 10065

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 95,520,989.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E 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 ☐

Part I Analysis of Revenue and Expenses (The total of 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)
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		1,687,382.	1,687,382.		
5a Gross rents		46,200.	46,200.		STATEMENT 1
b Net rental income or (loss) 41,200.					STATEMENT 2
6a Net gain or (loss) from sale of assets not on line 10		703,355.			
b Gross sales price for all assets on line 6a 21,603,812.			703,355.		
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		8,353.	8,353.		STATEMENT 3
12 Total. Add lines 1 through 11		2,445,290.	2,445,290.		
13 Compensation of officers, directors, trustees, etc		334,353.	24,502.		309,851.
14 Other employee salaries and wages		178,061.	0.		178,061.
15 Pension plans, employee benefits		180,776.	5,348.		175,428.
16a Legal fees STMT 4		24,160.	0.		24,160.
b Accounting fees STMT 5		143,580.	43,074.		100,506.
c Other professional fees STMT 6		348,678.	250,898.		97,780.
17 Interest					
18 Taxes STMT 7		104,930.	3,243.		29,187.
19 Depreciation and depletion		28,831.	0.		
20 Occupancy		90,416.	9,042.		81,374.
21 Travel, conferences, and meetings		29,047.	0.		29,047.
22 Printing and publications		11,391.	0.		11,391.
23 Other expenses STMT 8		242,621.	117,839.		124,782.
24 Total operating and administrative expenses. Add lines 13 through 23		1,716,844.	453,946.		1,161,567.
25 Contributions, gifts, grants paid		4,514,830.			4,514,830.
26 Total expenses and disbursements. Add lines 24 and 25		6,231,674.	453,946.		5,676,397.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<3,786,384.>			
b Net investment income (if negative, enter -0-)			1,991,344.		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	16,667.	7,730,254.	7,730,254.
	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			
Liabilities	11 Investments - land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	91,068,518.	79,580,635.	87,193,799.
	14 Land, buildings, and equipment, basis ▶ 1,155,447.			
	Less accumulated depreciation STMT 10 ▶ 593,911.	589,553.	561,536.	561,536.
	15 Other assets (describe ▶ STATEMENT 11)	25,855.	35,400.	35,400.
	16 Total assets (to be completed by all filers)	91,700,593.	87,907,825.	95,520,989.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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 checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	91,700,593.	87,907,825.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	91,700,593.	87,907,825.		
31 Total liabilities and net assets/fund balances	91,700,593.	87,907,825.		

## 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	91,700,593.
2 Enter amount from Part I, line 27a	2	<3,786,384.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	87,914,209.
5 Decreases not included in line 2 (itemize) ▶ PFIC INCOME RECORDED ON TAX RETURN	5	6,384.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	87,907,825.

**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.)
<b>1a SALES OF INVESTMENTS - SCHEDULE A</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b THE COLCHESTER GLOBAL BOND FUND</b>	<b>P</b>		
<b>c THE WELLINGTON MANAGEMENT FUND</b>	<b>P</b>		
<b>d</b>			
<b>e</b>			

  

(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)
<b>a 21,573,832.</b>		<b>20,891,805.</b>	<b>682,027.</b>
<b>b 29,980.</b>			<b>29,980.</b>
<b>c</b>		<b>8,652.</b>	<b>&lt;8,652.&gt;</b>
<b>d</b>			
<b>e</b>			

  

(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))
<b>a</b>			<b>682,027.</b>
<b>b</b>			<b>29,980.</b>
<b>c</b>			<b>&lt;8,652.&gt;</b>
<b>d</b>			
<b>e</b>			

  

<b>2</b> 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	<b>2</b>	<b>703,355.</b>
<b>3</b> 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		<b>3</b>	<b>N/A</b>

**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	5,235,462.	82,523,165.	.063442
2010	5,848,624.	90,230,111.	.064819
2009	5,177,771.	85,764,193.	.060372
2008	5,573,439.	78,009,053.	.071446
2007	6,227,250.	112,873,827.	.055170

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.315249</b>
<b>3</b> 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	<b>3</b>	<b>.063050</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	<b>84,609,388.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>5,334,622.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>19,913.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>5,354,535.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>5,676,397.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	19,913.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	19,913.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	19,913.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	71,328.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6d		
b Exempt foreign organizations - tax withheld at source	7	71,328.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	51,415.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	11	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 51,415. Refunded <input checked="" type="checkbox"/>			

**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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 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"/> NY		
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

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.RSCLARK.ORG</u>	13	X	
14	The books are in care of ► <u>CHRISTOPHER WEIR</u> Telephone no. ► <u>212-503-8800</u> Located at ► <u>685 THIRD AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10017</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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 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	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 2012?	4b	X

**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

6b

X

**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, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		334,353.	90,355.	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
ROSLYN BLACK-EIMICKE - 135 EAST 64TH STREET, NEW YORK, NY 10065	PROGRAM OFFICER	113,000.	28,666.	0.
ALICIA M. SYLVIA - 135 EAST 64TH STREET, NEW YORK, NY 10065	ADMINISTRATIVE ASSISTANT	65,000.	32,354.	0.

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

0

**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
MARKS PANETH LLP 685 THIRD AVENUE, NEW YORK NY 10017	ACCOUNTING	115,430.
PRIME, BUCHHOLZ & ASSOCIATES, INC 273 CORPORATE DRIVE PORTSMOUTH, NH 03801	INVESTMENT ADVISOR	111,314.
MARGARET C. AYERS BOX 78, CLAVERACK NY 12513	CONSULTING	89,000.

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	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

Form 990-PF (2012)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	81,184,135.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,047,688.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	2,666,033.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	85,897,856.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	85,897,856.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,288,468.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	84,609,388.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	4,230,469.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	4,230,469.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	19,913.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	19,913.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	4,210,556.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	4,210,556.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	4,210,556.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	5,676,397.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	5,676,397.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	19,913.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	5,656,484.

**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.

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				4,210,556.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007	611,983.			
<b>b</b> From 2008	1,684,258.			
<b>c</b> From 2009	998,861.			
<b>d</b> From 2010	2,066,266.			
<b>e</b> From 2011	1,177,900.			
<b>f</b> Total of lines 3a through e	6,539,268.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ 5,676,397.				
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				4,210,556.
<b>e</b> Remaining amount distributed out of corpus	1,465,841.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,005,109.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	611,983.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7,393,126.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008	1,684,258.			
<b>b</b> Excess from 2009	998,861.			
<b>c</b> Excess from 2010	2,066,266.			
<b>d</b> Excess from 2011	1,177,900.			
<b>e</b> Excess from 2012	1,465,841.			

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE ATTACHED SCHEDULE B			GRANTS	4,514,830.
<b>Total</b>			<b>3a</b>	4,514,830.
<b>b Approved for future payment</b>				
SEE ATTACHED SCHEDULE B			GRANTS	1,433,500.
<b>Total</b>			<b>3b</b>	1,433,500.





FORM 990-PF	RENTAL INCOME	STATEMENT	1
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
135 E 64TH STREET NY, NY	1	46,200.	
TOTAL TO FORM 990-PF, PART I, LINE 5A		46,200.	

FORM 990-PF	RENTAL EXPENSES	STATEMENT	2
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
VARIOUS RENTAL EXPENSES		5,000.	
- SUBTOTAL -	1		5,000.
TOTAL RENTAL EXPENSES			5,000.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			41,200.

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,969.	1,969.	
FORM 8621, LINE 1C - CIPEF GALAXY S.A.R.L.	6,384.	6,384.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8,353.	8,353.	

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 FEES	24,160.	0.		24,160.	
TO FM 990-PF, PG 1, LN 16A	24,160.	0.		24,160.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MARKS PANETH & SHRON, LLP	115,430.	34,629.		80,801.	
BUCHBINDER TUNICK & COMPANY, LLP	28,150.	8,445.		19,705.	
TO FORM 990-PF, PG 1, LN 16B	143,580.	43,074.		100,506.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DEUTSCHE BANK	47,057.	47,057.		0.	
PRIME, BUCHHOLZ & ASSOCIATES, INC	111,314.	111,314.		0.	
CONSULTING	97,780.	0.		97,780.	
NORTHERN TRUST COMPANY	27,224.	27,224.		0.	
STATE STREET BOSTON	65,303.	65,303.		0.	
TO FORM 990-PF, PG 1, LN 16C	348,678.	250,898.		97,780.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	32,430.	3,243.		29,187.	
TAXES - OTHER	1,500.	0.		0.	
FEDERAL EXCISE TAX	71,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	104,930.	3,243.		29,187.	



FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BOOKS & PERIODICALS	2,111.	0.		2,111.	
INSURANCE-OTHER	73,431.	0.		73,431.	
OFFICE	57,773.	14,443.		43,330.	
TELEPHONE	7,097.	1,774.		5,323.	
TEMPORARIES	587.	0.		587.	
PARTNERSHIP EXPENSES - CIPEF V, L.P.	101,622.	101,622.		0.	
TO FORM 990-PF, PG 1, LN 23	242,621.	117,839.		124,782.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
CIPEF V, LP	COST	3,240,869.	2,666,033.	
PRIME BUCHHOLZ-SCHD C	FMV	76,339,766.	84,527,766.	
TOTAL TO FORM 990-PF, PART II, LINE 13		79,580,635.	87,193,799.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT	10
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	
BUILDINGS	979,775.	439,635.	540,140.	
FURNITURE & FIXTURE	56,869.	56,869.	0.	
FURNITURE & FIXTURE	5,322.	5,322.	0.	
COMPUTER	4,854.	4,854.	0.	
PHONE EQUIPMENT	3,210.	3,210.	0.	
CAPITAL IMPROVEMENTS	8,000.	2,733.	5,267.	
CAPITAL IMPROVEMENTS	15,127.	5,173.	9,954.	
CAPITAL IMPROVEMENTS	2,400.	827.	1,573.	
CAPITAL IMPROVEMENTS	2,464.	840.	1,624.	
FURNITURE & FIXTURE	862.	862.	0.	
FURNITURE & FIXTURE	260.	260.	0.	
FURNITURE & FIXTURE	152.	152.	0.	
FURNITURE & FIXTURE	1,307.	1,307.	0.	
SOFA	2,600.	2,600.	0.	
FURNITURE & FIXTURE	2,206.	2,206.	0.	

## ROBERT STERLING CLARK FOUNDATION, INC.

13-1957792

COMPUTER EQUIPMENT	6,680.	6,680.	0.
CARPET	4,750.	4,750.	0.
VACUUM	483.	483.	0.
MULTICHANNEL PHONE	106.	106.	0.
CARPET	2,475.	2,393.	82.
TELEVISION	960.	960.	0.
WEBSITE	39,292.	39,292.	0.
COMPUTER	9,588.	8,471.	1,117.
FURNITURE & FIXTURE	4,891.	3,831.	1,060.
VACUUM CLEANER	814.	95.	719.
TOTAL TO FM 990-PF, PART II, LN 14	1,155,447.	593,911.	561,536.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER CURRENT ASSETS	25,855.	35,400.	35,400.
TO FORM 990-PF, PART II, LINE 15	25,855.	35,400.	35,400.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 12  
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARGARET C. AYERS 135 EAST 64TH STREET NEW YORK, NY 10065	PRESIDENT (FORMER) 40.00	200,353.	34,223.	0.
JAMES ALLEN SMITH 135 EAST 64TH STREET NEW YORK, NY 10065	CHAIRMAN 0.50	0.	0.	0.
JULIE C. MURACO 135 EAST 64TH STREET NEW YORK, NY 10065	SECRETARY 0.50	0.	0.	0.
CLARA MILLER 135 EAST 64TH STREET NEW YORK, NY 10065	TREASURER 0.50	0.	0.	0.
PAUL R. DOLAN 135 EAST 64TH STREET NEW YORK, NY 10065	TRUSTEE 0.50	0.	0.	0.
PHILIP LI 135 EAST 64TH STREET NEW YORK, NY 10065	TRUSTEE 0.50	0.	0.	0.
JOHN HOYT STOOKEY 135 EAST 64TH STREET NEW YORK, NY 10065	TRUSTEE 0.50	0.	0.	0.
LAURA WOLFF 135 EAST 64TH STREET NEW YORK, NY 10065	ACTING EXECUTIVE DIRECTOR 40.00	134,000.	56,132.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		334,353.	90,355.	0.

FORM 990-PF

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

STATEMENT 13

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LAURA WOLFF, ACTING EXECUTIVE DIRECTOR ROBERT STERLING CLARK FOUNDATION  
135 EAST 64TH STREET  
NEW YORK, NY 10065

## TELEPHONE NUMBER

212-288-8900

## FORM AND CONTENT OF APPLICATIONS

REQUESTS SHOULD INCLUDE BUDGETS (PAST, PRESENT, PROJECTED). THE INDIVIDUAL PROJECT PROPOSAL SHOULD INCLUDE, IN ADDITION TO A DESCRIPTION OF THE PLANNED WORK, A BUDGET, PRECISE EXPECTATIONS, PLANS FOR EVALUATION, BACKGROUND OF THOSE INVOLVED AND A STATEMENT OF PLANS FOR FUTURE SUPPORT. THE MAIN BODY OF THE APPLICATION SHOULD NOT EXCEED 15 PAGES ALSO, A ONE PAGE SUMMARY IS REQUIRED.

## ANY SUBMISSION DEADLINES

THE FOUNDATION RECEIVES AND REVIEWS PROPOSALS YEAR ROUND.

## RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO THE THREE AREAS WITHIN ITS PRESENT CONCENTRATION

- 1) PROMOTING INTERNATIONAL ARTS ENGAGEMENT.
- 2) IMPROVING THE PERFORMANCE OF PUBLIC INSTITUTIONS IN NEW YORK.
- 3) SAFEGUARDING REPRODUCTIVE RIGHTS AND HEALTH.

N. B. THE FOUNDATION WILL CONTINUE TO SUPPORT NATIONAL ORGANIZATIONS WORKING IN THESE AREAS TO ENSURE THAT WOMEN HAVE ACCESS TO COMPREHENSIVE REPRODUCTIVE HEALTH INFORMATION AND SERVICES. FUNDS WILL ALSO BE MADE AVAILABLE TO ORGANIZATIONS WORKING IN INDIVIDUAL STATES TO SUPPORT THE DEVELOPMENT OF PRO-CHOICE COALITIONS TO COUNTERACT LOCAL ANTI-CHOICE INITIATIVES.

2012 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	BUILDINGS	04/15/96	SL	39.00	MM	16	979,775.				979,775.	414,513.		25,122.	439,635.
2	FURNITURE & FIXTURE	04/15/96	SL	5.00		16	56,869.				56,869.	56,869.		0.	56,869.
3	FURNITURE & FIXTURE	04/15/97	SL	5.00		16	5,322.				5,322.	5,322.		0.	5,322.
4	COMPUTER	04/15/99	SL	5.00		16	4,854.				4,854.	4,854.		0.	4,854.
5	PHONE EQUIPMENT	09/15/99	SL	5.00		16	3,210.				3,210.	3,210.		0.	3,210.
6	CAPITAL IMPROVEMENTS	07/15/00	SL	39.00	MM	16	8,000.				8,000.	2,528.		205.	2,733.
7	CAPITAL IMPROVEMENTS	07/15/00	SL	39.00	MM	16	15,127.				15,127.	4,785.		388.	5,173.
8	CAPITAL IMPROVEMENTS	07/15/00	SL	39.00	MM	16	2,400.				2,400.	765.		62.	827.
9	CAPITAL IMPROVEMENTS	07/15/00	SL	39.00	MM	16	2,464.				2,464.	777.		63.	840.
10	FURNITURE & FIXTURE	01/15/00	SL	5.00		16	862.				862.	862.		0.	862.
11	FURNITURE & FIXTURE	02/15/00	SL	5.00		16	260.				260.	260.		0.	260.
12	FURNITURE & FIXTURE	08/15/00	SL	5.00		16	152.				152.	152.		0.	152.
13	FURNITURE & FIXTURE	10/15/00	SL	5.00		16	1,307.				1,307.	1,307.		0.	1,307.
14	SOFA	11/15/00	SL	5.00		16	2,600.				2,600.	2,600.		0.	2,600.
15	FURNITURE & FIXTURE	11/15/00	SL	5.00		16	2,206.				2,206.	2,206.		0.	2,206.
16	COMPUTER EQUIPMENT	07/15/03	SL	5.00		16	6,680.				6,680.	6,680.		0.	6,680.
17	CARPET	07/01/05	SL	5.00		16	4,750.				4,750.	4,750.		0.	4,750.
18	VACUUM	05/01/06	SL	5.00		16	483.				483.	483.		0.	483.

228111  
05-01-12

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
19	MULTICHANNEL PHONE	05/01/06	SL	5.00		16	106.				106.	106.		0.	106.
20	CARPET	11/01/06	SL	5.00		16	2,475.				2,475.	2,393.		0.	2,393.
21	TELEVISION	09/01/07	SL	5.00		16	960.				960.	960.		0.	960.
22	WEBSITE	10/27/09	SL	3.00		16	39,292.				39,292.	39,292.		0.	39,292.
23	COMPUTER	06/01/09	SL	5.00		16	9,588.				9,588.	6,553.		1,918.	8,471.
24	FURNITURE & FIXTURE	11/20/09	SL	5.00		16	4,891.				4,891.	2,853.		978.	3,831.
25	VACUUM CLEANER	03/31/13	SL	5.00		16	814.				814.			95.	95.
* TOTAL 990-PF PG 1 DEPR							1,155,447.				1,155,447.	565,080.		28,831.	593,911.

228111  
05-01-12

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

ANALYTICAL PORTFOLIO SERVICES  
**REALIZED GAINS AND LOSSES**  
**ROBERT STERLING CLARK FOUNDATION**

*Deutsche Bank*  
**Account # 630868**

*From 11-01-12 Through 10-31-13*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-31-2011	11-01-2012	496,414.780	VANGUARD HORIZON FD GLOBAL EQT PTF	9,000,000.00	9,138,996.15		138,996.15
11-02-2011	11-01-2012	30,211.480	VANGUARD HORIZON FD GLOBAL EQT PTF	500,000.00	556,193.35	56,193.35	
12-28-2011	11-01-2012	11,944.780	VANGUARD HORIZON FD GLOBAL EQT PTF	190,638.71	219,903.40	29,264.69	
09-24-2012	02-01-2013	2,807.000	VANGUARD INDEX FDS TTL STMKT IDSIG	98,469.54	101,894.11	3,424.57	
12-20-2012	02-01-2013	4,818.750	VANGUARD INDEX FDS TTL STMKT IDSIG	166,632.38	174,920.64	8,288.26	
11-01-2012	02-01-2013	12,346.700	VANGUARD INDEX FDS TTL STMKT IDSIG	424,603.03	448,185.25	23,582.22	
01-31-2011	02-01-2013	51,051.810	VANGUARD STAR FD TOTAL INTL STK	810,192.23	790,282.00		-19,910.23
09-28-2012	04-29-2013	727.210	VANGUARD FXD INC SECS INFLT PRT ADMR	21,234.64	20,812.75	-421.89	
06-29-2012	04-29-2013	368.200	VANGUARD FXD INC SECS INFLT PRT ADMR	10,593.02	10,537.88	-55.14	
12-20-2012	04-29-2013	2,673.440	VANGUARD FXD INC SECS INFLT PRT ADMR	76,273.17	76,513.86	240.69	
12-20-2012	04-29-2013	1,568.950	VANGUARD FXD INC SECS INFLT PRT ADMR	44,762.01	44,903.35	141.34	
12-20-2012	04-29-2013	288.870	VANGUARD FXD INC SECS INFLT PRT ADMR	8,241.38	8,267.46	26.08	
03-28-2013	04-29-2013	82.010	VANGUARD FXD INC SECS INFLT PRT ADMR	2,325.78	2,347.13	21.35	
03-28-2013	04-29-2013	486.200	VANGUARD FXD INC SECS INFLT PRT ADMR	13,788.54	13,915.04	126.50	
03-28-2013	04-29-2013	35.150	VANGUARD FXD INC SECS INFLT PRT ADMR	996.76	1,005.99	9.23	
12-06-2011	04-29-2013	10,660.980	VANGUARD FXD INC SECS INFLT PRT ADMR	300,000.00	305,117.27		5,117.27
03-30-2012	04-29-2013	440.790	VANGUARD FXD INC SECS INFLT PRT ADMR	12,324.58	12,615.41		290.83
12-28-2011	04-29-2013	2,363.030	VANGUARD FXD INC SECS INFLT PRT ADMR	65,361.33	67,629.92		2,268.59
12-28-2011	04-29-2013	199.290	VANGUARD FXD INC SECS INFLT PRT ADMR	5,512.40	5,703.68		191.28
09-30-2011	04-29-2013	961.520	VANGUARD FXD INC SECS INFLT PRT ADMR	26,403.32	27,518.70		1,115.38
06-30-2011	04-29-2013	2,054.570	VANGUARD FXD INC SECS INFLT PRT ADMR	54,220.18	58,801.80		4,581.62
03-31-2011	04-29-2013	907.030	VANGUARD FXD INC SECS INFLT PRT ADMR	23,437.74	25,959.20		2,521.46
01-31-2011	04-29-2013	29,127.620	VANGUARD FXD INC SECS INFLT PRT ADMR	743,919.40	833,632.56		89,713.16
06-24-2013	07-30-2013	3,004.850	VANGUARD INDEX FDS TTL STMKT IDSIG	115,596.62	123,228.88	7,632.26	

This report was compiled from information provided by various investment brokers and an independent pricing service.

ANALYTICAL PORTFOLIO SERVICES  
**REALIZED GAINS AND LOSSES**  
**ROBERT STERLING CLARK FOUNDATION**  
*Deutsche Bank*  
**Account # 630868**  
*From 11-01-12 Through 10-31-13*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-22-2013	07-30-2013	2,901.360	VANGUARD INDEX FDS TTL STMKT IDSIG	108,713.94	118,984.76	10,270.82	
11-01-2012	07-30-2013	31,042.880	VANGUARD INDEX FDS TTL STMKT IDSIG	1,067,564.69	1,273,068.36	205,503.67	
06-29-2011	10-30-2013	7,000	THE WEATHERFLOW OFFSHORE FUND I LTD	7,000,000.00	7,112,892.78		112,892.78
TOTAL GAINS						344,725.03	357,688.52
TOTAL LOSSES						-477.03	-19,910.23
				20,891,805.38	21,573,831.68	344,248.00	337,778.29
TOTAL REALIZED GAIN/LOSS		682,026.30					

This report was compiled from information provided by various investment brokers and an independent pricing service.



**ROBERT STERLING CLARK FOUNDATION, INC.**  
**Grants Paid or Approved for Future Payment**  
**November 1, 2012 thru October 31, 2013**

Organization	Address	Amount Paid	Amount Approved for Future Payment	Status	Memo/Description
Advocates for Children	151 W 30th St #5 New York, NY 10001	28,500	28,500	Public Charity	Improving the Performance of Public Institutions in New York
Alliance for Quality Education (Public Policy and Education Fund)	94 Central Avenue Albany, NY 12206	60,000	30,000	Public Charity	Improving the Performance of Public Institutions in New York
American Civil Liberties Union Foundation	125 Broad Street New York, NY 10004	60,000	60,000	Public Charity	Ensuring Access to Family Planning Services
American Dance Abroad (Dance Works, Inc )	246 West 38th Street, 4th Floor New York, NY 10018	75,000	-	Public Charity	Promoting International Arts Engagement
Art21	286 Spring Street, Suite 405 New York, NY 10013	100,000	-	Public Charity	Promoting International Arts Engagement
Asia Society	725 Park Avenue New York, NY 10021	50,000	-	Public Charity	Promoting International Arts Engagement
Association for Neighborhood and Housing Development	50 Broad Street New York, NY 10004	30,000	30,000	Public Charity	Improving the Performance of Public Institutions in New York
Bang on a Can	80 Hanson Pl Brooklyn, NY	100,000	-	Public Charity	Promoting International Arts Engagement
Battery Dance Company	380 Broadway, 5th Floor New York, NY 10013	75,000	75,000	Public Charity	Promoting International Arts Engagement
Brooklyn Academy of Music	30 Lafayette Street Brooklyn, NY 11217	100,000	100,000	Public Charity	Promoting International Arts Engagement
Brooklyn Academy of Music (Dance Motion III)	30 Lafayette Street Brooklyn, NY 11217	100,000	-	Public Charity	Promoting International Arts Engagement
Catskill Mountainkeeper	P O Box 381 Youngsville, NY 12791	20,000	-	Public Charity	Improving the Performance of Public Institutions in New York
CEC Arts Link	435 Hudson Street, 8th Floor New York, NY 10014	65,000	-	Public Charity	Promoting International Arts Engagement
Center for Reproductive Rights	120 Wall Street New York, NY 10005	75,000	75,000	Public Charity	Ensuring Access to Family Planning Services
Center for an Urban Future (City Futures, Inc )	120 Wall Street New York, NY 10005	60,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Child Care and Early Education Fund (Fund for the City of New York)	2 Park Avenue New York, NY 10016	75,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Citizens Union Foundation	299 Broadway, Suite 700 New York, NY 10007	92,500	62,500	Public Charity	Improving the Performance of Public Institutions in New York
Community Service Society	105 East 22nd Street New York, NY 10010	25,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Community Voices Heard	115 East 106th Street New York, NY 10029	25,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Donors Education Collaborative (Community Funds, Inc )	c/o NY Community Trust 909 Third Ave New York, NY 10022	60,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Education Law Center	60 Park Place Suite 300 Newark, NJ 07102	37,500	37,500	Public Charity	Improving the Performance of Public Institutions in New York
Empire Justice Center	119 Washington Avenue Albany, NY 12210	62,500	32,500	Public Charity	Improving the Performance of Public Institutions in New York
Environmental Advocates	353 Hamilton Street Albany, NY 12210	30,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Environmental Defense Fund	257 Park Avenue South, 17 Floor New York, NY 10010	20,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Feminist Majority Foundation	1600 Wilson Boulevard, Suite 801 Arlington, VA 22209	42,500	42,500.00	Public Charity	Ensuring Access to Family Planning Services
Fight Crime Invest in Kids New York and America's Edge NY (Council for a Strong America)	1212 New York NW, Suite 300 Washington, DC 20005	35,000	35,000	Public Charity	Improving the Performance of Public Institutions in New York
Foundation Center	79 Fifth Avenue New York, NY 10003	8,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Fund for Public Advocacy	1 Centre Street, 15th Floor New York, NY 10007	65,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Funders Network on Population, Reproductive Health	P O Box 750 Rockville, MD 20848-0750	3,500	-	Public Charity	Protecting Reproductive Rights
Grantmakers for Children, Youth and Families	8757 Georgia Avenue, Suite 540 Silver Spring, MD 20910	1,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Grantmakers in the Arts	4055 21st Avenue West, Suite 100 Seattle, WA 98199	6,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Independent Curators International	401 Broadway, Suite 1620 New York, NY 10013	60,000	-	Public Charity	Promoting International Arts Engagement
International Foundation for Art Research	500 Fifth Avenue, Suite 935 New York, NY 10110	75,000	-	Public Charity	Promoting International Arts Engagement

**ROBERT STERLING CLARK FOUNDATION, INC**  
**Grants Paid or Approved for Future Payment**  
**November 1, 2012 thru October 31, 2013**

Organization	Address	Amount Paid	Amount Approved for Future Payment	Status	Memo/Description
John Jay College (Research Foundation of the City University of New York)	899 10th Ave New York, NY 10019	30,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Long Term Care Community Coalition	242 West 30th Street New York, NY 10001	20,000	20,000.00	Public Charity	Improving the Performance of Public Institutions in New York
MacDowell Colony	100 High Street Peterborough, NH 03458	50,000	-	Public Charity	Promoting International Arts Engagement
MAPP International Productions	140 2nd Ave New York, NY 10003	100,000	-	Public Charity	Promoting International Arts Engagement
MergerWatch (Community Catalyst)	475 Riverside Drive, Suite 1600 New York, NY 10015	35,000	35,000	Public Charity	Ensuring Access to Family Planning Services
Metropolitan Waterfront Alliance	457 Madison Avenue New York, NY 10022	76,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Mid Atlantic Arts Foundation	201 North Charles Street, Suite 401 Baltimore, MD 21201	100,000	100,000	Public Charity	Promoting International Arts Engagement
Museum of Arts and Design	2 Columbus Circle New York, NY 10019	100,000	100,000	Public Charity	Promoting International Arts Engagement
NARAL Pro-Choice America	1156 15th Street NW Washington DC 20005	100,000	-	Public Charity	Ensuring Access to Family Planning Services
National Abortion Federation	1660 L Street, NW, Suite 450 Washington DC 20036	65,000	-	Public Charity	Ensuring Access to Family Planning Services
National Center for Law and Economic Justice	275 Seventh Avenue, Suite 1205 New York, NY 10001	80,000	-	Public Charity	Improving the Performance of Public Institutions in New York
National Employment Law Center	75 Maiden Lane, Suite 601 New York, NY 10038	60,000	-	Public Charity	Improving the Performance of Public Institutions in New York
National Family Planning and Reproductive Health Association	1627 K Street, NW, 12 Floor Washington DC 20006	95,000	45,000	Public Charity	Ensuring Access to Family Planning Services
National Partnership for Women and Families	1875 Connecticut Avenue, NW, Suite 650 Washington DC 20009	135,000	-	Public Charity	Ensuring Access to Family Planning Services
National Performance Network	P O Box 56698 New Orleans, LA 70156	100,000	-	Public Charity	Promoting International Arts Engagement
National Public Radio	635 Massachusetts Avenue NW Washington, DC 20001	140,000	-	Public Charity	Promoting International Arts Engagement
National Women's Law Center	11 Dupont Circle, NW Washington DC 20036	100,000	-	Public Charity	Ensuring Access to Family Planning Services
Natural Resources Defense Council	40 W 20th St New York, NY 10011	25,000	25,000	Public Charity	Improving the Performance of Public Institutions in New York
New England Foundation for the Arts	145 Tyremont Street, 7th Floor Boston, MA 02111	65,000	65,000	Public Charity	Promoting International Arts Engagement
New Museum	235 Bowery New York, NY 10002	100,000	100,000	Public Charity	Promoting International Arts Engagement
New York Civil Liberties Union Foundation	125 Broad Street New York, NY 10004	75,000	-	Public Charity	Ensuring Access to Family Planning Services
New York Foundation for the Arts	20 Jay Street, Suite 740 Brooklyn, NY 11201	100,000	-	Public Charity	Promoting International Arts Engagement
New York Live Arts	219 W 19th St New York, NY 10011	115,000	50,000	Public Charity	Promoting International Arts Engagement
New York Public Interest Research Group Fund	9 Murray St New York, NY 10007	36,500	-	Public Charity	Improving the Performance of Public Institutions in New York
New Yorkers for Parks	55 Broad Street New York, NY 10004	10,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Nonprofit Coordinating Committee	1350 Broadway, Suite 1801 New York, NY 10018	1,500	-	Public Charity	Improving the Performance of Public Institutions in New York
NYC Workforce Development Funders (Community Funds, Inc.)	909 Third Avenue New York, NY 10022	50,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Old Town School of Folk Music	4544 N Lincoln Ave Chicago, IL 60625	-	50,000	Public Charity	Promoting International Arts Engagement
Orpheus Chamber Orchestra	490 Riverside Drive, 11th Floor New York, NY 10027	50,000	-	Public Charity	Promoting International Arts Engagement
PEN American Center	588 Broadway, New York, NY 10012 New York, NY 10012	50,000	-	Public Charity	Promoting International Arts Engagement
Philanthropy New York	79 Fifth Avenue, 4th Floor New York, NY 10003	7,250	-	Public Charity	Improving the Performance of Public Institutions in New York
Planned Parenthood Federation of America	434 West 33rd Street New York, NY 10001	75,000	75,000	Public Charity	Ensuring Access to Family Planning Services
Public Policy and Education Fund of New York	94 Central Avenue	75,000	-	Public Charity	Improving the Performance of Public Institutions in New York

ROBERT STERLING CLARK FOUNDATION, INC  
Grants Paid or Approved for Future Payment  
November 1, 2012 thru October 31, 2013

Organization	Address	Amount Paid	Amount Approved for Future Payment	Status	Memo/Description
	Albany, NY 12206				
Regional Plan Association	4 Irving Place, 7th Floor New York, NY 10003	25,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Schuyler Center for Analysis and Advocacy	150 State Street Albany, NY 12207	30,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Season of Cambodia (New York Foundation for the Arts)	20 Jay Street, Suite 740 Brooklyn, NY 11201	75,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Sexuality Information and Education Council of the United States	130 West 42nd Street, Suite 350 New York, NY 10036	60,000	-	Public Charity	Ensuring Access to Family Planning Services
South Street Seaport Museum	12 Fulton Street New York, NY 10038	2,500	-	Public Charity	Improving the Performance of Public Institutions in New York
Supportive Housing Network of New York	247 W 37th Street 18th Floor New York, NY 10018	25,000	25,000	Public Charity	Improving the Performance of Public Institutions in New York
Teachers College, Columbia University	525 W 120th Street New York, NY 10027	65,000	35,000	Public Charity	Improving the Performance of Public Institutions in New York
The After-School Corporation	1440 Broadway, 16th Floor New York, NY 10018	60,000	-	Public Charity	Improving the Performance of Public Institutions in New York
The Joyce Theater	175 8th Ave New York, NY 10011	-	100,000	Public Charity	Promoting International Arts Engagement
The Marie Walsh Sharpe Art Foundation	830 North Tejon Street, Suite 120 Colorado Springs, CO 80903	30,000	-	Public Charity	Supporting the Visual Arts Programs
The Wooster Group	P O Box 654, Canal Street Station New York, NY 10013	55,000	-	Public Charity	Promoting International Arts Engagement
Urban Homesteading Assistance Board	120 Wall Street, 20th Street New York, NY 10005	50,000	-	Public Charity	Improving the Performance of Public Institutions in New York
Vermont Studio Center	Box 613 Johnson, VT 05656	80,000	-	Public Charity	Promoting International Arts Engagement
Matching Gifts Program		14,080	-	Public Charity	
Totals		<u>4,514,830</u>	<u>1,433,500</u>		

**ROBERT STERLING CLARK FOUNDATION, INC.**  
**(Supplemental Schedules)**  
**Schedule of Investments**  
**As of October 31, 2013**

<u>Description</u>	<u>Quantity</u>	<u>Cost</u>	<u>Fair Value</u>
Archipelago Holdings Ltd	303,136	\$ 6,500,000	\$ 7,598,293
Forester Diversified Ltd	6,500	6,500,000	7,552,545
Eaton Vance Tax Managed Emerging Market Fund	104,864.78	5,160,716	5,295,672
Pimco Commodity Real Return Strategy Fund	608,059.13	5,326,522	3,435,534
Vanguard Fixed Income Inflation Protected Fund	114,797.60	2,932,629	3,028,360
Vanguard Fixed Income Inter-term Treasuries Fund	353,661.08	4,013,017	4,024,663
Vanguard Total Stock Market Index Fund	607,626.63	18,589,621	26,061,106
Vanguard Total International Stock Index Fund	880,883.45	13,259,012	14,684,327
The Colchester Global Bond Fund	140,788.32	4,768,008	4,562,317
Wellington Strategic Real Asset Fund	596,898.32	9,290,241	8,284,949
Total investments		<u>\$ 76,339,766</u>	<u>\$ 84,527,766</u>

*SCHEDULE C*

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
ROBERT STERLING CLARK FOUNDATION, INC.	13-1957792
File by the due date for filing your return See instructions Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
135 EAST 64TH STREET	
City, town or post office, state, and ZIP code For a foreign address, see instructions	
NEW YORK, NY 10065	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

CHRISTOPHER WEIR

- The books are in the care of ☒ **685 THIRD AVENUE - NEW YORK, NY 10017**

Telephone No. **212-503-8800**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **SEPTEMBER 15, 2014**

5 For calendar year ☐, or other tax year beginning **NOV 1, 2012**, and ending **OCT 31, 2013**

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

**ALL THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	41,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	74,128.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title ☐

Date ☐

Form 8868 (Rev 1-2013)