

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

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2015
Open to Public Inspection

For calendar year 2015, or tax year beginning 12-01-2015, and ending 11-30-2016

Name of foundation Winifred Johnson Clive Foundation		A Employer identification number 25-6277031
Number and street (or P O box number if mail is not delivered to street address) 1660 Bush Street	Room/suite	B Telephone number (see instructions) (415) 561-6540
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94109		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) ▶ \$ 18,209,747	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	23	23		
	4 Dividends and interest from securities	440,803	440,803		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	328,623			
	b Gross sales price for all assets on line 6a 2,380,334				
	7 Capital gain net income (from Part IV, line 2)		328,623		
	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) (attach schedule)					
11 Other income (attach schedule)	-619	2,026			
12 Total. Add lines 1 through 11	768,830	771,475			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,730			4,730
	c Other professional fees (attach schedule)	169,459	77,135		92,324
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,570			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	54,442			54,442
	22 Printing and publications				
	23 Other expenses (attach schedule).	710			710
	24 Total operating and administrative expenses. Add lines 13 through 23	232,911	77,135		152,206
	25 Contributions, gifts, grants paid	924,400			924,400
26 Total expenses and disbursements. Add lines 24 and 25	1,157,311	77,135		1,076,606	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-388,481				
b Net investment income (if negative, enter -0-)		694,340			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	302,268	309,893	309,893
	2 Savings and temporary cash investments	367,975	1,262,859	1,262,859
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,800	2,331	2,331
	10a Investments—U S and state government obligations (attach schedule)	836,938	199,938	199,938
	b Investments—corporate stock (attach schedule)	11,175,510	11,006,054	11,006,054
	c Investments—corporate bonds (attach schedule)	4,585,060	4,235,144	4,235,144
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	990,896	1,030,878	1,030,878
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	162,650	162,650	162,650	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,424,097	18,209,747	18,209,747	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
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	18,424,097	18,209,747	
	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 (see instructions)	18,424,097	18,209,747		
31 Total liabilities and net assets/fund balances (see instructions)	18,424,097	18,209,747		

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 18,424,097
2	Enter amount from Part I, line 27a	2 -388,481
3	Other increases not included in line 2 (itemize) ▶ _____	3 174,131
4	Add lines 1, 2, and 3	4 18,209,747
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 18,209,747

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase D—Donation (b)	Date acquired (c) (mo, day, yr)	Date sold (d) (mo, day, yr)
1 a	Sales Publicly Traded Securities	P	2001-01-01	2016-11-30
b	Capital Gain Distributions	P	2001-01-01	2016-11-30
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 2,361,382		2,051,711	309,671
b 18,952			18,952
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			309,671
b			18,952
c			
d			
e			

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	328,623
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{ }	3

Part V 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 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))
2014	973,360	17,919,011	0.05432
2013	986,212	18,084,060	0.05454
2012	789,942	16,940,598	0.04663
2011	804,718	15,489,380	0.05195
2010	759,028	15,476,648	0.04904

2	Total of line 1, column (d).	2	0.256481
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	0.051296
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	17,846,175
5	Multiply line 4 by line 3.	5	915,437
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,943
7	Add lines 5 and 6.	7	922,380
8	Enter qualifying distributions from Part XII, line 4.	8	1,076,606

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 page 18 of the instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, and credits/payments. Total amount owed is 8,306.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and tax returns. Includes Yes/No columns.

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 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address http://www.wjclivefoundation.org 13 Yes
14 The books are in care of Pacific Foundation Svcs LLC Telephone no (415) 561-6540 Located at 1660 Bush Street Ste 300 San Francisco CA ZIP+4 941095308
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2015, 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

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.
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? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 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)? Yes 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). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
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 2015? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2015 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 2015). 3b No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? 4b No

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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 (see instructions).

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

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Cornerstone Capital Inc 200 Homer Avenue Palo Alto, CA 94301	Invstmnt Fees/Plan	77,135
Pacific Foundation Services LLC 1660 Bush Street Suite 300 San Francisco, CA 94109	Grant Administration	78,378

Total number of others receiving over \$50,000 for professional services. ▶

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	

Total. Add lines 1 through 3 ▶

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	16,931,059
b	Average of monthly cash balances.	1b	830,885
c	Fair market value of all other assets (see instructions).	1c	356,000
d	Total (add lines 1a, b, and c).	1d	18,117,944
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	
3	Subtract line 2 from line 1d.	3	18,117,944
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	271,769
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,846,175
6	Minimum investment return. Enter 5% of line 5.	6	892,309

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	892,309
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	6,943
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,943
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	885,366
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	885,366
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	885,366

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	1,076,606
b	Program-related investments—total from Part IX-B.	1b	
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	1,076,606
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 (see instructions).	5	6,943
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,069,663

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				885,366
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			172,605	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>1,076,606</u>				
a Applied to 2014, but not more than line 2a			172,605	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				885,366
e Remaining amount distributed out of corpus	18,635			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,635			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	18,635			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.	18,635			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

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

Part XV Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				924,400
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990FP Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Grace J Perkins 1660 Bush St Ste 300 San Francisco, CA 941095308	Trustee 5 00	0		
Lisa J Lunday 1660 Bush St Ste 300 San Francisco, CA 941095308	Sec'y/Trustee 5 00	0		
Winifred J Sharp 1660 Bush St Ste 300 San Francisco, CA 941095308	Trustee 5 00	0		
Stephanie P Johnson 1660 Bush St Ste 300 San Francisco, CA 941095308	Trustee 5 00	0		
Elizabeth Stewart 1660 Bush St Ste 300 San Francisco, CA 941095308	Trustee 5 00	0		
Alexandra Cercone 'til 1016 1660 Bush St Ste 300 San Francisco, CA 941095308	Associate Ttee 5 00	0		
Jonathan C Perkins 1660 Bush St Ste 300 San Francisco, CA 941095308	Tres/Trustee 5 00	0		
Steger Johnson 1660 Bush St Ste 300 San Francisco, CA 941095308	Chair 5 00	0		
Jennifer Thielhelm 1660 Bush St Ste 300 San Francisco, CA 941095308	Trustee 5 00	0		
Ashley Johnson fm 1016 1660 Bush St Ste 300 San Francisco, CA 941095308	Associate Ttee 5 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Back to Nature Wildlife Refuge Inc PO Box 4117 Winter Park, FL 32789	N/A	PC	To strengthen services to the public by purchasing adequate equipment with safety features and expanding training to staff and volunteers	12,500
Orlando Museum of Art Inc 2416 N Mills Avenue Orlando, FL 32803	N/A	PC	Field trip, PD, art camp scholarships and supplies	27,920
Central Christian Church 250 SW Ivanhoe Blvd Orlando, FL 32804	N/A	PC	Marketing, Music Program	17,100
Nat'l City Christian Church 5 Thomas Circle NW Washington, DC 20005	N/A	PC	Replacement of flat section of Sanctuary roof	45,000
Unity Care Group Inc 1400 Parkmoor Avenue Suite 115 San Jose, CA 95126	N/A	PC	Imani Village School-Linked Services Bible Way Village Hub	10,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Ctr fr Orangutan Chimpanzee Consvt PO Box 488 Wauchula, FL 33873	N/A	PC	Chimpanzee Nighthouse & Aerial Trailway Connecting Chutes	25,000
A Gift for Teaching Inc 6501 Magic Way Bldg 400 C Orlando, FL 32908	N/A	PC	School SmARTS and A Gift for Music's new after-school program	29,000
Medicine Horse Center P O Box 1074 Mancos, CO 81328	N/A	PC	AWARE & Marketing/Advertising	25,000
CuriOyssey 1651 Coyote Point Drive San Mateo, CA 94401	N/A	PC	School Science Outreach	15,000
Oakland Nature Preserve PO Box 841 Oakland, FL 34760	N/A	PC	Educational Programming at the Preserve	15,000
Total				924,400


3a

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Name and address (home or business)				
a <i>Paid during the year</i>				
Buck Institute for Age Research 8001 Redwood Blvd Novato, CA 94945	N/A	PC	STEM education programs with a focus on including women and minorities	7,500
City of Dreams PO Box 77007 San Francisco, CA 94107	N/A	PC	Urban Agriculture Education	20,000
Cast Hope PO Box 3740 Chico, CA 95927	N/A	PC	Cast Hope's Trout Encounter serving 100 kids over five months, Online Web Support	7,500
Broad Institute 7 Cambridge Center Cambridge, MA 02142	N/A	PC	2015-16 students for the Summer Research Program in Genomics	18,000
Edgewood Ctr for Children and Famil 1801 Vicente Street San Francisco, CA 94116	N/A	PC	Expressive Arts Program	10,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Meals on Wheels SF 1375 Fairfax Avenue San Francisco, CA 94124	N/A	PC	Hub & Spoke Meal Distribution	10,000
Southwest Indian Foundation 201 East Highway Gallup, NM 87301	N/A	PC	Music and art outreach programs to underprivileged Indians in the southwest region	25,840
United Global Outreach Inc PO Box 536157 Orlando, FL 32853	N/A	PC	Bithlo Transformation Effort/Transformation Village	50,000
Central Florida Community Arts Inc PO Box 720517 Orlando, FL 32872	N/A	PC	In-school programming, after-school programming, and summer camps in Bithlo, Parramore, and Pine Hills Arts Education, CFCArts Youth Arts Education	31,125
Corporation of the Fine Arts Museum 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	N/A	PC	Past and Present Building Museum Literacy at the Legion of Honor	15,000
Total ▶ 3a				924,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Girls Write Now Inc 247 West 37th Street Suite 1000 New York, NY 10018	N/A	PC	Digital Media Mentoring Program	10,000
Operation Hope Inc 707 Wilshire Blvd 3030 Los Angeles, CA 90017	N/A	PC	Longitudinal study to evaluate the long-term effects of HOPE's youth empowerment program, HOPE In A Box Academies, on its student population	35,000
Reading Partners 499 Seventh Ave 20th Floor New York, NY 10018	N/A	PC	Upgrade Background Check System	10,000
Slide Ranch 2025 Shoreline Highway Muir Beach, CA 94965	N/A	PC	Slide Ranch Multi-Visit Project	20,000
Sunrise Horse Rescue PO Box 143 St Helena, CA 94574	N/A	PC	Volunteer Outreach and Infrastructure, Equine Rehabilitation and Health Program	25,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
The House Development Corp NFP 3827 West Ogden Chicago, IL 60623	N/A	PC	The Art of Peace, No More Tears	10,000
Duke University 2200 W Main Street Suite 710 Durham, NC 27705	N/A	PC	Visiting Artists Program	25,000
Feelosopher's Path 128 13th Ave San Mateo, CA 94402	N/A	PC	Enrichment Program kids ages 8-13	2,500
Gifted Support Center 205 E 3rd Ave 201 San Mateo, CA 94401	N/A	PC	Funding pre-k through 5th grade curriculum and kit development and implementation of a music and poetry unit based on Natalie Merchant's "Leave Your Sleep" collection in two pilot schools plus four schools in underserved communities	31,800
Girl Scouts of Gateway Council 1000 Shearer Ave Jacksonville, FL 32205	N/A	PC	Community Development Troops	7,500
Total			▶ 3a	924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Miller Institute for Learning with 751 Laurel Street 411 San Carlos, CA 94070	N/A	PC	Foster Youth Support for 15 Children in San Mateo County for 2 weeks	20,000
Nature Conservancy 2500 Maitland Center Pkwy Ste 311 Maitland, FL 32751	N/A	PC	Central Florida Fire Program	20,000
San Francisco SPCA 201 Alabama Street San Francisco, CA 94103	N/A	PC	MESCAAT and Peer to Peer Programing	16,000
The Hub on Canal Inc 132 Canal St New Smyrna Beach, FL 32168	N/A	PC	The Hub for Kids	22,215
Atlantic Center for the Arts 1414 Art Center Ave New Smyrna Beach, FL 32168	N/A	PC	For a new arts and wellness inter-generational program	25,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Enzian Theater 1300 S Orlando Ave Maitland, FL 32751	N/A	PC	Addition of 2 screens to the house cinema	25,000
LSA Family Health Service 550 Dudley Street Roxbury, MA 02119	N/A	PC	Children's Center Support	10,000
Paws for Purple Hearts 5860 Labath Ave Rohnert Park, CA 94928	N/A	PC	To expand the Menlo Park and possible the Palo Alto puppy program	20,000
Peninsula Bridge Program PO Box 963 Menlo Park, CA 94026	N/A	PC	Social Emotional Learning Skill (SEL) Development	15,000
Philadelphia Mural Arts Advocates 1727-29 Mt Vernon St Philadelphia, PA 19130	N/A	PC	Service learning opportunity for 10 seniors to go to Cardenas to collaborate on a new mural designed by a team of Cuban artists	23,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Project Glimmer PO Box 470010 San Francisco,CA 94147	N/A	PC	To Support Grantwriting	25,000
Root Division 1131 Mission St San Francisco,CA 94103	N/A	PC	Youth Education Program	15,000
Sci-Inspire 1100 Vermont Avenue NW Suite 1100 Washington,DC 20005	N/A	PC	Outreach and Development, Pilot programs in New York City and Washington, D C	45,000
Willowtail Springs Nature Preserve PO Box 89 Mancos,CO 81328	N/A	PC	To fully fund 3- one-week residencies for practitioners in the arts, sciences and ecologyArts and Sciences	9,900
The World Tang Soo Do Association 110 Athletes Row 140 Apopka,FL 32703	N/A	PC	Central Florida Tang Soo Do Opportunity Assistance	15,000
Total ▶ 3a				924,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
YWCA of San Francisco Marin 940 Powell St San Francisco, CA 94108	N/A	PC	FiftyPlus Employment Support Program	25,000
Total ▶ 3a				924,400

TY 2015 Accounting Fees Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	4,730	0	0	4,730

TY 2015 Investments Corporate Bonds Schedule

Name: Winifred Johnson Clive Foundation

EIN: 25-6277031

Software ID: 15000324

Software Version: 2015v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Astrazeneca PLC 5.9% Due 09/15/17	436,181	436,181
Berkshire Hathaway 1.55% Due 02/09/18	250,516	250,516
Caterpillar Finl 5.85% Due 09/01/17	211,689	211,689
Verizon Communications 5.5% Due 02/15/18	104,400	104,400
Verizon Communications 6.1% Due 04/15/18	34,904	34,904
Accrued Interest Income	36,812	36,812
Charles Schwab 6.375% Due 09/01/17	98,343	98,343
John Deere 1.95% Due 03/04/19	395,026	395,026
Philip Morris 1.875% Due 01/15/19	500,763	500,763
Union Pacific Co 2.25% Due 02/15/19	403,932	403,932
Wells Fargo 5.75% Due 02/01/18	109,655	109,655
Amazon Com Inc. 2.6% Due 12/05/2019	203,943	203,943
Amgen Incorporate 4.5% Due 03/15/2020	266,376	266,376
Conoco Phillips 2.875% Due 11/15/2021	135,534	135,534
CR Bard Inc 4.4% Due 01/15/2021	267,043	267,043
Pepsico Inc 3.125% Due 11/01/2020	258,240	258,240
Wells Fargo 2.15% Due 01/30/2020	198,738	198,738
BP Capital Mkt P 4.5% Due 10/01/20	214,576	214,576
BP Capital Mkt 4.742% Due 3/11/21	108,473	108,473

TY 2015 Investments Corporate Stock Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Bristol-Myers Squibb, 7,000 Sh	395,080	395,080
Gallagher, Arthur & Co, 7,825 Sh	393,989	393,989
Abbott Laboratories, 8,800 Sh	335,014	335,014
Verizon Communications, 8,750 Sh	436,625	436,625
Reliance Stl & Aluminum, 3,750 Sh	304,125	304,125
Fiserv Inc, 4,600 Sh	481,252	481,252
Simpson Manufacturing Co, 9,700 Sh	457,258	457,258
Amgen Inc, 3,075 Sh	443,015	443,015
Aptargroup Inc, 6,120 Sh	447,862	447,862
Blair Strip Steel, 5 Sh	31,000	31,000
ConocoPhillips 6,100 Sh	295,972	295,972
Kimberly-Clark Corp 4,100 Sh	474,001	474,001
Microsoft Corp, 7,000 Sh	421,820	421,820
Thermo Fisher Scientific, 3,200 Sh	448,352	448,352
Validus Holdings Ltd, 9,105 Sh	494,766	494,766
Johnson & Johnson, 4,300 Sh	478,590	478,590
Pepsico Inc, 4,000 Sh	400,400	400,400
Qualcomm Inc, 5,425 Sh	369,605	369,605
Abbvie Inc, 5,575 Sh	338,960	338,960
Occidental Petrol Corp, 3,800 Sh	271,168	271,168
Schlumberger Ltd, 5,100 Sh	428,655	428,655
Trimble Navigation LTD, 12,400 Sh	349,556	349,556
Accrued Dividend Income	13,213	13,213
Stamps.com, 4,125 Sh	438,075	438,075
Visa Inc, 5,150 Sh	398,198	398,198
General Electric Co, 13,100 Sh	402,956	402,956
Alphabet Inc, 355 Sh	275,437	275,437
Fedex Corp, 2,375 Sh	455,216	455,216
Quality Care Propert, 2,350 Sh	35,250	35,250
Walt Disney Co, 4,950 Sh	490,644	490,644

TY 2015 Investments Government Obligations Schedule

Name: Winifred Johnson Clive Foundation

EIN: 25-6277031

Software ID: 15000324

Software Version: 2015v3.0

**US Government Securities - End of
Year Book Value:** 199,938

**US Government Securities - End of
Year Fair Market Value:** 199,938

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2015 Investments - Other Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PC Exploration Inc. Ltd 1984	FMV	75,000	75,000
PC Exploration Inc. Ltd 1985	FMV	75,000	75,000
PC Exploration Inc. Ltd 1986	FMV	75,000	75,000
PC Exploration Inc. Ltd 1988	FMV	100,000	100,000
Wisdomtree Emerging Markets, 7,400 Sh	FMV	358,900	358,900
HCP Inc REIT, 11,750 Sh	FMV	346,978	346,978

TY 2015 Other Assets Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Art Work on Loan	162,650	162,650	162,650

TY 2015 Other Expenses Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dues & Subscriptions	550			550
Filing Fees	160			160

TY 2015 Other Income Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Misc Investment Income	2,000	2,000	
Partnership Income	-2,962	26	
Return of Capital	343		

TY 2015 Other Professional Fees Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Consultants	13,946	0	0	13,946
Grant Administration	78,378	0	0	78,378
Investment Fees	77,135	77,135	0	0

TY 2015 Taxes Schedule**Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	3,000			
Other State Taxes	570			