



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning , and ending

Name of foundation R. & M. CLARK FAMILY FOUNDATION C/O MARCELLA S. CLARK		A Employer identification number 86-0778653
Number and street (or P.O. box number if mail is not delivered to street address) 7501 E. THOMPSON PEAK PKWY	Room/suite 123	B Telephone number 480-483-1170
City or town, state or province, country, and ZIP or foreign postal code SCOTTSDALE, AZ 85255-4517		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) \$ 5,154,806. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		99,348.	99,196.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		185,403.			
b Gross sales price for all assets on line 6a 3,554,936.					
7 Capital gain net income (from Part IV, line 2)			185,403.		
8 Net short-term capital gain					
9 Income modifications Gross sales less returns and allowances					
10a Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		12,225.	12,225.		STATEMENT 2
12 Total Add lines 1 through 11		296,976.	296,824.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		3,500.	1,750.		1,750.
c Other professional fees STMT 4		23,752.	23,752.		0.
17 Interest					
18 Taxes STMT 5		339.	2,996.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		10.	5.		5.
24 Total operating and administrative expenses Add lines 13 through 23		27,601.	28,503.		1,755.
25 Contributions, gifts, grants paid		220,000.			220,000.
26 Total expenses and disbursements Add lines 24 and 25		247,601.	28,503.		221,755.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		49,375.			
b Net investment income (if negative, enter -0-)			268,321.		
c Adjusted net income (if negative, enter -0-)				N/A	

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page 2

Part II Balance Sheets

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	41,890.		
	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 STMT 7	252,899.	203,242.	209,447.
	b	Investments - corporate stock STMT 8	2,899,779.	3,074,101.	3,763,310.
	c	Investments - corporate bonds STMT 9	413,114.	355,350.	354,329.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶			
12		Investments - mortgage loans			
13		Investments - other			
14		Land, buildings, and equipment; basis ▶			
		Less: accumulated depreciation ▶			
15		Other assets (describe ▶ STATEMENT 10)	31,905.	827,720.	827,720.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,639,587.	4,460,413.	5,154,806.
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 ▶ STATEMENT 11)	0.	771,451.	
	23	Total liabilities (add lines 17 through 22)	0.	771,451.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
		and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,639,587.	3,688,962.	
	30	Total net assets or fund balances	3,639,587.	3,688,962.	
	31	Total liabilities and net assets/fund balances	3,639,587.	4,460,413.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,639,587.
2	Enter amount from Part I, line 27a	2	49,375.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,688,962.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,688,962.

Form 990-PF (2016)

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page **3**

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,554,912.		3,369,533.	185,379.
b 24.			24.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			185,379.
b			24.
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	185,403.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	219,662.	4,561,634.	.048154
2014	221,855.	4,735,330.	.046851
2013	206,310.	4,473,719.	.046116
2012	202,521.	4,025,503.	.050309
2011	181,663.	4,028,610.	.045093

2 Total of line 1, column (d)	2	.236523
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	.047305
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,332,322.
5 Multiply line 4 by line 3	5	204,940.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,683.
7 Add lines 5 and 6	7	207,623.
8 Enter qualifying distributions from Part XII, line 4	8	221,755.

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.

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,683.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,683.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,683.
6	Credits/Payments.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,400.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,400.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	283.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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 the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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 type="checkbox"/> <u>AZ</u>		
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 2016 or the taxable year beginning in 2016 (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

Form 990-PF (2016)

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page 5

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NA</u>	X	
14 The books are in care of ► <u>HENRY & HORNE, LLP</u> Telephone no. ► <u>480-483-1170</u> Located at ► <u>7098 E. COCHISE ROAD, SUITE 100, SCOTTSDALE, AZ</u> ZIP+4 ► <u>85253</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		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 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 2016)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

Form 990-PF (2016)

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page 6

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)?

N/A ☒

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, 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
MARCELLA S. CLARK 7501 E. THOMPSON PEAK PKWY #123 SCOTTSDALE, AZ 85255	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
THOMAS E. CLARK 404 W. BROADWAY GRANVILLE, OH 43023	SECRETARY/TREASURER 0.00	0.	0.	0.
JAMES W. CLARK 4445 INWOOD LANE EUGENE, OR 97405	DIRECTOR 0.00	0.	0.	0.
CAROLE LEE RANDALL 5565 W. 70TH STREET EDINA, MN 55439	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2016)

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653

Page 7

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
NONE		

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 N/A	
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 (2016)

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	4,192,077.
b	Average of monthly cash balances	1b	206,219.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,398,296.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,398,296.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,974.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,332,322.
6	Minimum investment return. Enter 5% of line 5	6	216,616.

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	216,616.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,683.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,683.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	213,933.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	213,933.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	213,933.

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	221,755.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	221,755.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,683.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	219,072.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2016)

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

Form 990-PF (2016)

86-0778653 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				213,933.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			212,064.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 221,755.				
a Applied to 2015, but not more than line 2a			212,064.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				9,691.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				204,242.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

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

1 Information Regarding Foundation Managers:

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

MARCELLA S. CLARK

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

NONE

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

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

- a** The name, address, and telephone number or e-mail 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:

R. & M. CLARK FAMILY FOUNDATION

Form 990-PF (2016)

C/O MARCELLA S. CLARK

86-0778653 Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S ASSOCIATION 7900 WEST 78TH STREET SUITE 100 MINNEAPOLIS, MN 55439	NONE	501(C)(3)	GENERAL FUND	15,000.
ALZHEIMER'S ASSOCIATION (CASCADE COAST CHAPTER) 1238 LINCOLN EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	2,500.
ARIZONA FRIENDS OF FOSTER CHILDREN FOUNDATION 1645 E. MISSOURI AVENUE, SUITE 220 PHOENIX, AZ 85016	NONE	501(C)(3)	GENERAL FUND	20,000.
ARIZONA RECREATION CENTER FOR THE HANDICAPPED 1550 WEST COLTER STREET PHOENIX, AZ 85015	NONE	501(C)(3)	GENERAL FUND	10,000.
BEACON INTERFAITH 2610 UNIVERSITY AVENUE W. SUITE 100 ST. PAUL, MN 55114	NONE	501(C)(3)	GENERAL FUND	1,000.
Total	SEE CONTINUATION SHEET(S)			220,000.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2016)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	99,348.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	12,225.		
8 Gain or (loss) from sales of assets other than inventory			18	185,403.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		296,976.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	296,976.

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

[illegible]

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





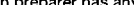




- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |


[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

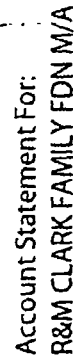
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here         

Paid Preparer Use Only	Print/Type preparer's name CHUCK J. INDERIEDEN CPA	Preparer's signature  CPA	Date 04/27/17	Check <input type="checkbox"/> if self-employed	PTIN P00038206
	Firm's name ▶ HENRY & HORNE, LLP			Firm's EIN ▶ 86-0133881	
	Firm's address ▶ 7098 E. COCHISE SUITE 100 SCOTTSDALE, AZ 85253-4517			Phone no (480)483-1170	

Form **990-PF** (2016)



Account Statement For:

R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Cash Alternatives							
CASH							
PRINCIPAL							
Total Cash							
MONEY MARKET							
WELLS FARGO GOVERNMENT MONEY MARKET FUND INSTL CLASS - #1751	0.000		\$0.00	\$0.00	\$0.00	0.00%	\$9.79
Total Money Market							
Total Cash Alternatives							

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
Fixed Income							
GOVERNMENT OBLIGATIONS							
FED HOME LN BK	50,000,000	\$101.988	\$50,994.00	\$51,070.00	-\$76.00	2.14%	\$76.39
DTD 11/21/14 2.500 12/09/2022							
CUSIP: 3130A3KM5							
MOODY'S RATING: AAA							
STANDARD & POOR'S RATING: AA+							
Total Government Obligations			\$50,994.00	\$51,070.00	-\$76.00		\$76.39



130822

Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number



ASSET DETAIL (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
Fixed Income (continued)							
MUNICIPAL BONDS							
BURNSVILLE MINN BUILD AMERICA BONDS-WTR-SER A DTD 02/11/10 4.450 12/20/2020 CUSIP: 122458WP3 MOODY'S RATING: AAA STANDARD & POOR'S RATING: N/R	50,000,000	\$102.958	\$51,479.00	\$50,000.00	\$1,479.00	3.64%	\$67.99
MANITOWOC WIS BUILD AMERICA BONDS-TAXABLE-CO DTD 02/16/10 4.650 02/01/2021 CUSIP: 563588ZQ8 MOODY'S RATING: A1 STANDARD & POOR'S RATING: N/R	50,000,000	105.263	52,631.50	50,000.00	2,631.50	3.26	968.75
MOUNT HOREB WIS AREA SCH DIST REF-TAXABLE-QUALIFIED ENERGY DTD 05/09/11 5.000 03/01/2022 CUSIP: 621638KB0 MOODY'S RATING: AA3 STANDARD & POOR'S RATING: N/R	50,000,000	105.934	52,967.00	51,043.50	1,923.50	3.73	833.33
MOUNT PLEASANT WIS BUILD AMERICA BONDS DTD 11/18/09 5.700 11/01/2024 CUSIP: 622792GN3 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: N/R	50,000,000	104.738	52,369.00	52,198.00	171.00	4.96	475.00
Total Municipal Bonds			\$209,446.50	\$203,241.50	\$6,205.00		\$2,345.07

Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number: [REDACTED]



ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income (continued)

CORPORATE OBLIGATIONS

APPLE INC
 DTD 05/03/13 2:400 05/03/2023
 CUSIP: 037833AK6
 MOODY'S RATING: AA1
 STANDARD & POOR'S RATING: AA+
 GENERAL ELEC CAP CORP
 MED TERM NOTE
 DTD 01/08/13 3:100 01/09/2023
 CUSIP: 36962G658
 MOODY'S RATING: A1
 STANDARD & POOR'S RATING: AA-
 JP MORGAN CHASE & CO
 DTD 12/20/07 6 000 01/15/2018
 CUSIP: 46625HGY0
 MOODY'S RATING: A3
 STANDARD & POOR'S RATING: A-
 ORACLE CORP
 DTD 07/08/14 2:250 10/08/2019
 CUSIP: 68389XAX3
 MOODY'S RATING: A1
 STANDARD & POOR'S RATING: AA-
 PEPSICO INC
 DTD 07/17/15 3:100 07/17/2022
 CUSIP: 713448CX4
 MOODY'S RATING: A1
 STANDARD & POOR'S RATING: A

PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
50,000.000	\$97.372	\$48,686.00	\$49,973.50	-\$1,287.50	2.86%	\$193.33
25,000.000	101.348	25,337.00	26,739.25	-1,402.25	2.86	370.28
50,000.000	104.313	52,156.50	50,071.50	2,085.00	1.80	1,383.33
50,000.000	101.213	50,606.50	50,702.50	-96.00	1.80	259.38
50,000.000	102.732	51,366.00	51,119.00	247.00	2.57	706.11



130824



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered, December 1, 2016 - December 31, 2016

Account Number XXXXXXXXXX

ASSET DETAIL (continued)

ASSET DESCRIPTION	PAIR VALUE	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCURED INCOME
Fixed Income (continued)							
CORPORATE OBLIGATIONS (continued)							
TORONTO-DOMINION BANK MED TERM NOTE DTD 11/05/14 2.250 11/05/2019 CUSIP: 89114QAV0	50,000,000	100.595	50,297.50	50,156.00	141.50	2.03	175.00
MOODY'S RATING: AA1 STANDARD & POOR'S RATING: AA-							
WESTPAC BANKING CORP DTD 05/26/15 2.300 05/26/2020 CUSIP: 961214CP6	25,000,000	99.540	24,885.00	25,518.32	-633.32	2.44	55.90
MOODY'S RATING: AA2 STANDARD & POOR'S RATING: AA-							
Total Corporate Obligations			\$303,334.50	\$304,280.07	-\$945.57		\$3,143.33

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Fixed Income							
DOMESTIC MUTUAL FUNDS							
ISHARES 1-3 YEAR TREASURY BOND SYMBOL: SHY CUSIP: 464287457	64,000	\$84.450	\$5,404.80	\$5,407.94	-\$3.14	0.71%	\$0.00
VANGUARD SHORT TERM BOND ETF SYMBOL: BSV CUSIP: 921937827	3,408,000	79.450	270,765.60	272,841.04	-2,075.44	1.47	0.00
WELLS FARGO ULTRA SHORT TERM MUNICIPAL INCOME FUND- CLASS INST #3107 SYMBOL: SMAIX CUSIP: 949917702	28,380,000	9.550	271,029.00	271,029.00	0.00	0.75	0.00
Total Domestic Mutual Funds			\$547,199.40	\$549,277.98	-\$2,078.58	1.11%	\$0.00
Total Fixed Income			\$1,110,974.40	\$1,107,869.55	\$3,104.85		\$5,564.79

Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number: [REDACTED]

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities							
CONSUMER DISCRETIONARY							
ALLISON TRANSMISSION HOLDINGS SYMBOL: ALSN CUSIP: 01973R101	427 000	\$33.690	\$14,385.63	\$8,290.01	\$6,095.62	1.78%	\$0.00
GENTEX CORP SYMBOL: GNTX CUSIP: 371901109	931 000	19.690	18,331.39	6,990.60	11,340.79	1.83	0.00
GENTHERM INC. SYMBOL: THRM CUSIP: 37253A103	283 000	33.850	9,579.55	5,131.73	4,447.82	0.00	0.00
NIKE INC CL B SYMBOL: NKE CUSIP: 654106103	795 000	50.830	40,409.85	26,052.14	14,357.71	1.42	143.10
SELECT COMFORT CORPORATION SYMBOL: SCSS CUSIP: 81616X103	389 000	22.620	8,799.18	7,395.10	1,404.08	0.00	0.00
TUPPERWARE BRANDS CORPORATION SYMBOL: TUP CUSIP: 899896104	121 000	52.620	6,367.02	7,770.48	-1,403.46	5.17	82.28
V F CORP SYMBOL: VFC CUSIP: 918204108	812 000	53.350	43,320.20	43,349.38	-29.18	3.15	0.00
Total Consumer Discretionary			\$141,192.82	\$104,979.44	\$36,213.38	2.02%	\$225.38
CONSUMER STAPLES							
EDGEWELL PERSONAL CARE CO SYMBOL: EPC CUSIP: 28035Q102	176 000	\$72.990	\$12,846.24	\$12,653.76	\$192.48	0.00%	\$0.00
SPECTRUM BRANDS HOLDINGS INC SYMBOL: SPB CUSIP: 84763R101	154 000	122.330	18,838.82	6,241.88	12,596.94	1.24	0.00
Total Consumer Staples			\$31,685.06	\$18,895.64	\$12,789.42	0.74%	\$0.00
ENERGY							
DIAMOND OFFSHORE DRILLING INC COM SYMBOL: DO CUSIP: 25271C102	471 000	\$17.700	\$8,336.70	\$9,096.19	-\$759.49	0.00%	\$0.00
OIL STATES INTERNATIONAL INC SYMBOL: OIS CUSIP: 678026105	383 000	39.000	14,937.00	12,480.12	2,456.88	0.00	0.00
Total Energy			\$23,273.70	\$21,576.31	\$1,697.39	0.00%	\$0.00

12 of 29



130826



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered December 1, 2016 - December 31, 2016

Account Number **██████████**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
FINANCIALS							
AFLAC INC SYMBOL: AFL CUSIP: 001055102	1,141,000	\$69.600	\$79,413.60	\$59,776.54	\$19,637.06	2.47%	\$0.00
BERKSHIRE HATHAWAY INC. SYMBOL: BRK B CUSIP: 084670702	518,000	162.980	84,423.64	56,576.44	27,847.20	0.00	0.00
BLACKROCK INC SYMBOL: BLK CUSIP: 09247X101	248,000	380.540	94,373.92	69,420.21	24,953.71	2.41	0.00
CNO FINANCIAL GROUP INC SYMBOL: CNO CUSIP: 12621E103	764,000	19.150	14,630.60	13,791.62	838.98	1.67	0.00
FIRSTCASH INC SYMBOL: FCFS CUSIP: 33767D105	362,000	47.000	17,014.00	13,883.28	3,130.72	1.62	0.00
TCF FINANCIAL SYMBOL: TCB CUSIP: 872275102	873,000	19.590	17,102.07	10,274.53	6,827.54	1.53	0.00
Total Financials			\$306,957.83	\$223,722.62	\$83,235.21	1.63%	\$0.00
HEALTH CARE							
AKORN INC COM SYMBOL: AKRX CUSIP: 009728106	1,034,000	\$21.830	\$22,572.22	\$25,572.43	-\$3,000.21	0.00%	\$0.00
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	598,000	71.610	42,822.78	37,614.74	5,208.04	2.63	0.00
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	578,000	115.210	66,591.38	37,038.13	29,553.25	2.78	0.00
MCKESSON CORP SYMBOL: MCK CUSIP: 58155Q103	257,000	140.450	36,095.65	28,439.00	7,656.65	0.80	71.96
MEDNAX INC SYMBOL: MD CUSIP: 58502B106	233,000	66.660	15,531.78	4,002.30	11,529.48	0.00	0.00
THERMO FISHER SCIENTIFIC INC SYMBOL: TMO CUSIP: 883556102	403,000	141.100	56,863.30	33,951.40	22,911.90	0.42	60.45
VCA, INC. SYMBOL: WOOF CUSIP: 918194101	277,000	68.650	19,016.05	5,563.83	13,452.22	0.00	0.00
Total Health Care			\$259,493.16	\$172,181.83	\$87,311.33	1.35%	\$132.41
							13 of 29



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number: XXXXXXXXXX

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INDUSTRIALS

GRACO INC SYMBOL: GGG CUSIP: 384109104	168,000	\$83.090	\$13,959.12	\$5,322.28	\$8,636.84	1.73%	\$0.00
KIRBY CORP SYMBOL: KEX CUSIP: 497266106	251,000	66.500	16,691.50	14,299.11	2,392.39	0.00	0.00
MASTEC INC COM SYMBOL: MTZ CUSIP: 576323109	564,000	38.250	21,573.00	13,310.18	8,262.82	0.00	0.00
ON ASSIGNMENT INC COM SYMBOL: ASGN CUSIP: 682159108	378,000	44.160	16,692.48	10,040.17	6,652.31	0.00	0.00
ORBITAL ATK INC SYMBOL: OA CUSIP: 68557N103	180,000	87.730	15,791.40	4,758.22	11,033.18	1.37	0.00
ROCKWELL AUTOMATION INC COM SYMBOL: ROK CUSIP: 773903109	575,000	134.400	77,280.00	64,478.78	12,801.22	2.26	0.00
3M CO COM SYMBOL: MMM CUSIP: 88579Y101	337,000	178.570	60,178.09	26,617.04	33,561.05	2.49	0.00
Total Industrials			\$222,165.59	\$138,825.78	\$83,339.81	1.67%	\$0.00
INFORMATION TECHNOLOGY							
ALPHABET INC CL C SYMBOL: GOOG CUSIP: 02079K107	95,000	\$771.820	\$73,322.90	\$60,002.29	\$13,320.61	0.00%	\$0.00
AMPHENOL CORP CL A SYMBOL: APH CUSIP: 032095101	747,000	67.200	50,198.40	17,878.88	32,319.52	0.95	119.52
APPLE INC SYMBOL: AAPL CUSIP: 037833100	325,000	115.820	37,641.50	11,111.43	26,530.07	1.97	0.00
CSG SYS INTL INC COM SYMBOL: CSGS CUSIP: 126349109	437,000	48.400	21,150.80	12,929.06	8,221.74	1.53	0.00
MASTERCARD INC CL A SYMBOL: MA CUSIP: 57636Q104	765,000	103.250	78,986.25	66,293.99	12,692.26	0.85	0.00



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered December 1, 2016 - December 31, 2016

Account Number: **12345678901234567890**



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
Equities (continued)							
INFORMATION TECHNOLOGY (continued)							
MAXLINEAR INC SYMBOL: MXL CUSIP: 57776J100	580 000	21.800	12,644.00	5,278.92	7,365.08	0.00	0.00
NEUSTAR INC CL A SYMBOL: NSR CUSIP: 64126X201	529 000	33.400	17,668.60	10,825.10	6,843.50	0.00	0.00
WEX INC. SYMBOL: WEX CUSIP: 96208T104	122 000	111.600	13,615.20	1,601.10	12,014.10	0.00	0.00
ZEBRA TECHNOLOGIES CORP CL A SYMBOL: ZBRA CUSIP: 989207105	302 000	85.760	25,899.52	10,616.38	15,283.14	0.00	0.00
Total Information Technology			\$331,127.17	\$196,537.15	\$134,590.02	0.67%	\$119.52
MATERIALS							
STEEL DYNAMICS INC COM SYMBOL: STLD CUSIP: 858119100	687 000	\$35.580	\$24,443.46	\$8,337.24	\$16,106.22	1.57%	\$96.18
Total Materials			\$24,443.46	\$8,337.24	\$16,106.22	1.57%	\$96.18
INTERNATIONAL EQUITIES							
ACCENTURE PLC CUSIP: G1151C101	441 000	\$117.130	\$51,654.33	\$20,960.29	\$30,694.04	2.07%	\$0.00
IHS MARKIT LTD CUSIP: G47567105	569 000	35.410	20,148.29	18,708.72	1,439.57	0.00	0.00
JAPAN AIRLINES CO LTD NPV CUSIP: J25979121	1,250 000	29.279	36,599.22	46,428.31	- 9,829.09	0.00	0.00
NESTLE S.A. REGISTERED SHARES - ADR SPONSORED ADR CUSIP: 641069406	764 000	71.740	54,809.36	23,747.69	31,061.67	2.71	0.00
RECKITT BENCKISER PLC GBP CUSIP: G74079107	646 000	85.087	54,966.09	23,723.38	31,242.71	0.00	0.00
SAP SE CUSIP: 803054204	717 000	86.430	61,970.31	38,859.14	23,111.17	1.08	0.00
SCHLUMBERGER LTD CUSIP: 806857108	670 000	83.950	56,246.50	52,110.06	4,136.44	2.38	335.00
							15 of 29



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered: December 1, 2016 - December 31, 2016

Account Number:

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES (continued)							
TAIWAN SEMICONDUCTOR MANUFACTU - ADR SPONSORED ADR CUSIP: 874039100	1,873.000	28.750	53,848.75	14,309.99	39,538.76	2.62	0.00
UNILEVER PLC - ADR SPONSORED ADR CUSIP: 904767704	1,633.000	40.700	66,463.10	67,324.91	- 861.81	3.40	0.00
WNS HOLDINGS LTD SPONS ADR EA REPR 1 ORD SHS - CUSIP: 92932M101	345.000	27.550	9,504.75	9,401.34	103.41	0.00	0.00
WRIGHT MEDICAL GROUP NV CUSIP: N96617118	789.000	22.980	18,131.22	16,710.00	1,421.22	0.00	0.00
Total International Equities			\$484,341.92	\$332,283.83	\$152,058.09	1.70%	\$335.00
DOMESTIC MUTUAL FUNDS							
ISHARES CORE S & P 500 ETF SYMBOL: IVV CUSIP: 464287200	1,510.000	\$224.990	\$339,734.90	\$310,794.24	\$28,940.66	2.01%	\$0.00
ISHARES MSCI ACWI ETF SYMBOL: ACWI CUSIP: 464288257	4,230.000	59.170	250,289.10	251,036.54	- 747.44	2.19	0.00
Total Domestic Mutual Funds			\$590,024.00	\$561,830.78	\$28,193.22	2.09%	\$0.00
INTERNATIONAL MUTUAL FUNDS							
ISHARES CORE MSCI EAFE ETF SYMBOL: IEFA CUSIP: 46432F842	7,730.000	\$53.630	\$414,559.90	\$410,168.49	\$4,391.41	2.96%	\$0.00
MORGAN STANLEY INSTITUTIONAL FUND INC - FRONTIER EMERGING MARKETS PORTFOLIO CLASS I SYMBOL: MFMIX CUSIP: 61760X836	3,913.241	17.390	68,051.26	64,725.00	3,326.26	0.00	0.00
Total International Mutual Funds			\$482,611.16	\$474,893.49	\$7,717.67	2.55%	\$0.00
Total Equities			\$2,897,315.87	\$2,254,064.11	\$643,251.76	1.75%	\$908.49

16 of 29



130830



Account Statement For:
R&M CLARK FAMILY FDN M/A

Period Covered December 1, 2016 - December 31, 2016

Account Number [REDACTED]

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Real Assets							
REAL ASSET FUNDS							
BROOKFIELD GLOBAL LISTED REAL ESTATE FUND CLASS-Y #2065 SYMBOL: BLRYX CUSIP: 112740303	6,142.819	\$12.630	\$77,583.80	\$76,846.67	\$737.13	3.93%	\$0.00
E-TRACS ALERIAN MLP INFRASTRUCTURE ETN DTD 04/01/10 04/02/2040 SYMBOL: MLPI CUSIP: 902641646	9,103.000	28.410	258,616.23	226,315.46	32,300.77	6.60	0.00
INVESTCO BALANCED-RISK COMMODITY STRATEGY FUND CLASS Y #8611 SYMBOL: BRCYX CUSIP: 00888Y508	8,702.414	6.780	59,002.37	60,916.90	- 1,914.53	0.00	0.00
Total Real Asset Funds			\$395,202.40	\$364,079.03	\$31,123.37	5.09%	\$0.00
Total Real Assets			\$395,202.40	\$364,079.03	\$31,123.37	5.09%	\$0.00

TOTAL ASSETS			ACCOUNT VALUE AS OF 12/31/16	COST BASIS	UNREALIZED GAIN/LOSS		ACCRUED INCOME
			\$4,383,331.42	\$3,705,851.44	\$677,479.98		\$6,483.07

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBOT DOWNING	78,214.	24.	78,190.	78,038.	
ABBOT DOWNING	21,158.	0.	21,158.	21,158.	
TO PART I, LINE 4	99,372.	24.	99,348.	99,196.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBOT DOWNING - OTHER INCOME	12,225.	12,225.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,225.	12,225.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HENRY & HORNE, LLP	3,500.	1,750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	3,500.	1,750.		1,750.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ABBOT DOWNING MANAGEMENT FEES	23,752.	23,752.		0.
TO FORM 990-PF, PG 1, LN 16C	23,752.	23,752.		0.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	<2,657.>	0.		0.
FOREIGN TAXES	2,996.	2,996.		0.
TO FORM 990-PF, PG 1, LN 18	339.	2,996.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCR FILING FEE	10.	5.		5.
TO FORM 990-PF, PG 1, LN 23	10.	5.		5.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)		X	203,242.	209,447.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			203,242.	209,447.
TOTAL TO FORM 990-PF, PART II, LINE 10A			203,242.	209,447.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)	3,074,101.	3,763,310.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,074,101.	3,763,310.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES HELD AT ABBOT DOWNING (SEE ATTACHED FOR DETAIL)	355,350.	354,329.
TOTAL TO FORM 990-PF, PART II, LINE 10C	355,350.	354,329.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
-------------	--------------	-----------	----

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	388.	23.	23.
SALES PROCEEDS RECEIVABLE	31,517.	827,697.	827,697.
TO FORM 990-PF, PART II, LINE 15	31,905.	827,720.	827,720.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
-------------	-------------------	-----------	----

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PURCHASES PAYABLE	0.	751,290.
CASH OVERDRAFT	0.	20,161.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	771,451.

**R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK**

86-0778653

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BIG BROTHERS/BIG SISTERS 62 WEST LOCUST STREET NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	22,000.
BRIDGEWAY HOUSE 37770 UPPER CAMP CREEK ROAD SPRINGFIELD, OR 97478	NONE	501(C)(3)	GENERAL FUND	1,000.
COURAGEOUS KIDS 677 EAST 12TH AVENUE, SUITE N180 EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	5,000.
DEPAUW UNIVERSITY PO BOX 37 GREENCASTLE, IN 46135	NONE	501(C)(3)	GENERAL FUND	2,000.
DESCHUTES RIVER ALLIANCE 3241 NE 73RD AVENUE PORTLAND, OR 97213	NONE	501(C)(3)	GENERAL FUND	4,000.
DRURY UNIVERSITY 900 NORTH BENTON AVENUE SPRINGFIELD, MO 65802	NONE	501(C)(3)	GENERAL FUND	3,000.
EASTERN LOCAL SCHOOL DISTRICT 50008 STATE ROUTE 681 REEDSVILLE, OH 45772	NONE	501(C)(3)	GENERAL FUND	2,500.
EUGENE MISSION 1542 W. 1ST AVENUE EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	2,000.
FIRST PLACE FAMILY CENTER 1995 AMAZON PARKWAY EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	1,500.
FLORENCE CRITTENTON 715 MARIPOSA STREET PHOENIX, AZ 85013	NONE	501(C)(3)	GENERAL FUND	10,000.
Total from continuation sheets				171,500.

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

86-0778653

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD FOR LANE COUNTY 770 BAILEY HILL ROAD EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	5,000.
FOOD PANTRY OF LICKING COUNTY 823 STEEL AVENUE NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	2,000.
FRIENDS OF THE HENNEPIN COUNTY LIBRARY 300 NICOLLET MALL MINNEAPOLIS, MN 55401	NONE	501(C)(3)	GENERAL FUND	1,500.
HONOR FLIGHT COLUMBUS PO BOX 12036 COLUMBUS, OH 43212	NONE	501(C)(3)	GENERAL FUND	1,500.
HOSPICE OF CENTRAL OHIO 2269 CHERRY VALLEY ROAD NEWARK, OH 43055	NONE	501(C)(3)	GENERAL FUND	2,000.
KIDS FIRST CENTER 2675 MLK JR. BLVD. EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	2,000.
LARRY'S KIDS FOUNDATION 30 SCHOOL ROAD WALTON, KY 41094	NONE	501(C)(3)	GENERAL FUND	1,000.
PARENTING NOW 86 CENTENNIAL LOOP EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	1,000.
PEAK LAB RESCUE PO BOX 2184 APEX, NC 27502	NONE	501(C)(3)	GENERAL FUND	1,000.
PHOENIX BOYS CHOIR 1131 E. MISSOURI AVE PHOENIX, AZ 85014	NONE	501(C)(3)	GENERAL FUND	25,000.
Total from continuation sheets				

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

86-0778653

Part XV | **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RELIEF NURSERY 1720 W. 25TH AVE. EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	2,000.
ROBBINS HUNTER MUSEUM PO BOX 183 GRANVILLE, OH 43023	NONE	501(C)(3)	GENERAL FUND	1,000.
ROCKY MOUNTAIN PBS 1089 BANNOCK STREET DENVER, CO 80204	NONE	501(C)(3)	GENERAL FUND	1,000.
ROSIE'S HOUSE PO BOX 13446 PHOENIX, AZ 85002	NONE	501(C)(3)	GENERAL FUND	25,000.
SALVATION ARMY FAMILY SERVICES 640 W. 7TH AVENUE EUGENE, OR 97402	NONE	501(C)(3)	GENERAL FUND	3,000.
SALVATION ARMY 2707 E. VAN BUREN STREET PHOENIX, AZ 85008	NONE	501(C)(3)	GENERAL FUND	25,000.
SCHOOL GARDEN PROJECT OF LANE COUNTY PO BOX 30070 EUGENE, OR 97403	NONE	501(C)(3)	GENERAL FUND	1,500.
SEARCH MINISTRIES 7400 METRO BLVD EDINA, MN 55439	NONE	501(C)(3)	GENERAL FUND	1,000.
SENIOR MEALS PROGRAM 1015 WILLAMETTE ST EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	1,000.
SHELTERCARE 499 W. 4TH AVENUE EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	1,500.
Total from continuation sheets				

R. & M. CLARK FAMILY FOUNDATION
C/O MARCELLA S. CLARK

86-0778653

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHDALE YMCA 7355 YORK AVE. SOUTH EDINA, MN 55435	NONE	501(C)(3)	GENERAL FUND	1,000.
SPECIAL OLYMPICS OHIO 3303 WINCHESTER PIKE COLUMBUS, OH 43232	NONE	501(C)(3)	GENERAL FUND	1,000.
STORE TO DOOR 1935 WEST COUNTRY ROAD B2, SUITE 250 ST. PAUL, MN 55113	NONE	501(C)(3)	GENERAL FUND	1,500.
TREEHOUSE 5666 LINCOLN DRIVE, SUITE 201 EDINA, MN 55436	NONE	501(C)(3)	GENERAL FUND	1,500.
TWIN CITY CENTER FOR YOUTH (MINNEAPOLIS YOUNG LIFE) 910 ELLIOT AVENUE MINNEAPOLIS, MN 55404	NONE	501(C)(3)	GENERAL FUND	5,000.
WHITEBIRD CLINIC 341 EAST 12TH AVENUE EUGENE, OR 97401	NONE	501(C)(3)	GENERAL FUND	1,000.
WOMENSPACE PO BOX 50127 EUGENE, OR 97405	NONE	501(C)(3)	GENERAL FUND	2,000.
WORLD VISION 4325 UPTON AVE S. MINNEAPOLIS, MN 55410	NONE	501(C)(3)	GENERAL FUND	1,500.
Total from continuation sheets				