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Form **990-PF**

Return of Private Foundation

OMB No. 1545-0052

2017

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation
CLARK CHARITABLE FOUNDATION XXXXX2003

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0111

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60603

A Employer identification number
13-6049032

B Telephone number (see instructions)
800-496-2583

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation **60**

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **5,915,853.**

J Accounting method: Cash Accrual Other (specify) _____
(Part I, column (d) must be on cash basis)

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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) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (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				
	4 Dividends and interest from securities	135,626.	135,531.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	216,889.			
	b Gross sales price for all assets on line 6a	1,215,419.			
	7 Capital gain net income (from Part IV, line 2)		216,889.		
	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)	235.			STMT 2	
12 Total. Add lines 1 through 11	352,750.	352,420.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	76,928.	46,157.		30,771.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,629.	2,629.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings			NONE	NONE
	22 Printing and publications			NONE	NONE
	23 Other expenses (attach schedule)	250.			250.
	24 Total operating and administrative expenses. Add lines 13 through 23.	80,807.	48,786.	NONE	31,021.
	25 Contributions, gifts, grants paid	230,000.			230,000.
26 Total expenses and disbursements. Add lines 24 and 25	310,807.	48,786.	NONE	261,021.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	41,943.				
b Net investment income (if negative, enter -0-)		303,634.			
c Adjusted net income (if negative, enter -0-)					

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	20,508.	56,014.	56,014.
	2	Savings and temporary cash investments	93,208.	300,291.	300,291.
	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 ▶ _____ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 5	3,467,829.	3,306,533.	4,546,860.
	c	Investments - corporate bonds (attach schedule) . STMT 11	719,565.	566,034.	572,434.
	11	Investments - land, buildings, and equipment basis ▶ _____ Less: accumulated depreciation ▶ _____ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 12	331,580.	444,634.	440,254.
	14	Land, buildings, and equipment basis ▶ _____ Less: accumulated depreciation ▶ _____ (attach schedule)			
15	Other assets (describe ▶ 999443963 TWO KEYS TO THE FRAN)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,632,690.	4,673,506.	5,915,853.	
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)			NONE	
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	4,632,690.	4,673,506.	
	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)	4,632,690.	4,673,506.		
31	Total liabilities and net assets/fund balances (see instructions)	4,632,690.	4,673,506.		

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 4,632,690.
2	Enter amount from Part I, line 27a	2 41,943.
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 4,674,633.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5 1,127.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 4,673,506.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES				
b				
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 1,215,419.		998,530.	216,889.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			216,889.	
b				
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 }		2 216,889.
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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))	
2016	270,943.	5,204,306.	0.052061	
2015	291,605.	5,574,685.	0.052309	
2014	275,082.	5,726,254.	0.048039	
2013	274,233.	5,544,627.	0.049459	
2012	267,684.	5,348,308.	0.050050	
2 Total of line 1, column (d)			2	0.251918
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3	0.050384
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4	5,635,880.
5 Multiply line 4 by line 3.			5	283,958.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	3,036.
7 Add lines 5 and 6			7	286,994.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8	261,021.

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	6,073.
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	NONE
3	Add lines 1 and 2	3	6,073.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,073.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	800.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	800.
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	5,273.
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 2018 estimated tax <input type="checkbox"/> NONE 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions. 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. 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address n/a. 14 The books are in care of JP MORGAN CHASE BANK, N.A. Telephone no. (800) 496-2583. Located at 10 S DEARBORN ST; MC; IL1-0111, CHICAGO, IL ZIP+4 60603. 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 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country.

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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.) 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. c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years. b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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? b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?

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
NONE		NONE

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
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	5,427,154.
b	Average of monthly cash balances	1b	294,552.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,721,706.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,721,706.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	85,826.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,635,880.
6	Minimum investment return. Enter 5% of line 5	6	281,794.

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	281,794.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	6,073.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,073.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	275,721.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4.	5	275,721.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	275,721.

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	261,021.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	261,021.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	261,021.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				275,721.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			229,138.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>261,021.</u>				
a Applied to 2016, but not more than line 2a			229,138.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount.				31,883.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018.				243,838.
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013	NONE			
b Excess from 2014	NONE			
c Excess from 2015	NONE			
d Excess from 2016	NONE			
e Excess from 2017	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

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

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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
<i>a Paid during the year</i>				
New York Landmarks Conservancy Inc 1 WHITEHALL ST. FL 21 New York NY 10004	NONE	PC	GENERAL	90,000.
Coalition for the Homeless 129 FULTON ST New York NY 10038	NONE	PC	GENERAL	55,000.
VERNON AVENUE PROJECT 233 W 21ST ST APT 6E NEW YORK NY 10011	NONE	PC	GENERAL	50,000.
UNIVERSITY SETTLEMENT SOCIETY 184 ELDRIDGE STREET New York NY 10002	NONE	PC	GENERAL	35,000.
Total				3a 230,000.
<i>b Approved for future payment</i>				
Total				3b

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	30,625.	30,625.
NONDIVIDEND DISTRIBUTIONS	95.	
DOMESTIC DIVIDENDS	58,138.	58,138.
CORPORATE INTEREST	1,888.	1,888.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	1,225.	1,225.
NONQUALIFIED FOREIGN DIVIDENDS	9,789.	9,789.
NONQUALIFIED DOMESTIC DIVIDENDS	33,866.	33,866.
TOTAL	135,626.	135,531.

FORM 990PF, PART I - OTHER INCOME
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	235.
TOTALS	----- 235. =====

FORM 990PF, PART I - TAXES

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	41.	41.
FEDERAL TAX PAYMENT - PRIOR YE	1,000.	
FOREIGN TAXES ON QUALIFIED FOR	2,312.	2,312.
FOREIGN TAXES ON NONQUALIFIED	276.	276.
	-----	-----
TOTALS	3,629.	2,629.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

ATTORNEY GENERAL FEE

250.

250.

TOTALS

250.
=====

250.
=====

CLARK CHARITABLE FOUNDATION XXXXX2003
 FORM 990PF, PART II - CORPORATE STOCK
 =====

13-6049032

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
2824100 ABBOTT LABORATORIES		
15351109 ALEXION PHARMACEUTICA		
23135106 AMAZON.COM INC		
26874784 AMERICAN INTERNATIONA		
32511107 ANADARKO PETROLEUM CO		
32654105 ANALOG DEVICES INC		
37833100 APPLE INC		
60505104 BANK OF AMERICA CORP		
64058100 BANK OF NEW YORK MELL		
101137107 BOSTON SCIENTIFIC CO	3,512.	4,090.
110122108 BRISTOL-MYERS SQUIBB	3,017.	4,657.
125896100 CMS ENERGY CORP	1,804.	2,460.
143658300 CARNIVAL CORP		
151020104 CELGENE CORP	1,123.	2,713.
172967424 CITIGROUP INC	4,480.	8,632.
254687106 WALT DISNEY CO/THE	7,697.	8,493.
254709108 DISCOVER FINANCIAL S		
256206103 DODGE & COX INTL STO	226,772.	313,526.
260543103 DOW CHEMICAL CO/THE		
277432100 EASTMAN CHEMICAL CO	2,163.	3,150.
369550108 GENERAL DYNAMICS COR	2,894.	3,866.
369604103 GENERAL ELECTRIC CO		
375558103 GILEAD SCIENCES INC	2,108.	1,648.
416515104 HARTFORD FINANCIAL S	1,398.	2,533.
416649309 HARTFORD CAPITAL APP		
437076102 HOME DEPOT INC	1,318.	7,392.
438516106 HONEYWELL INTERNATIO	2,763.	9,968.
444859102 HUMANA INC		
452327109 ILLUMINA INC		

CLARK CHARITABLE FOUNDATION XXXXX2003

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
464287465 ISHARES MSCI EAFE IN	481,893.	568,175.
464287507 ISHARES CORE S&P MID		
493267108 KEYCORP	1,519.	2,844.
494368103 KIMBERLY-CLARK CORP		
500754106 THE KRAFT HEINZ CO	2,642.	2,488.
512807108 LAM RESEARCH CORP		
526107107 LENNOX INTERNATIONAL		
532457108 ELI LILLY & CO	4,195.	4,561.
548661107 LOWE'S COS INC	1,175.	5,576.
571748102 MARSH & MCLENNAN COS		
573284106 MARTIN MARIETTA MATE	2,155.	2,874.
574599106 MASCO CORP	1,005.	3,823.
594918104 MICROSOFT CORP	3,698.	17,707.
609207105 MONDELEZ INTERNATION	2,502.	4,751.
617446448 MORGAN STANLEY	3,951.	9,864.
666807102 NORTHROP GRUMMAN COR	4,094.	5,217.
674599105 OCCIDENTAL PETROLEUM	5,682.	7,292.
693506107 PPG INDUSTRIES INC		
701769408 PARNASSUS CORE EQUIT	120,854.	180,118.
713448108 PEPSICO INC	4,171.	5,276.
717081103 PFIZER INC	6,732.	7,244.
723787107 PIONEER NATURAL RESO	3,615.	4,667.
742718109 PROCTER & GAMBLE CO/		
806857108 SCHLUMBERGER LTD		
808513105 SCHWAB (CHARLES) COR	1,734.	3,185.
854502101 STANLEY BLACK & DECK	3,351.	6,109.
872540109 TJX COMPANIES INC	1,732.	2,370.
872590104 T-MOBILE US INC		
882508104 TEXAS INSTRUMENTS IN	2,927.	5,849.

CLARK CHARITABLE FOUNDATION XXXXX2003
 FORM 990PF, PART II - CORPORATE STOCK
 =====

13-6049032

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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887317303 TIME WARNER INC		
907818108 UNION PACIFIC CORP	3,437.	4,828.
910047109 UNITED CONTINENTAL H		
949746101 WELLS FARGO & CO	2,893.	9,950.
988498101 YUM! BRANDS INC		
00171A530 AMG MANAGERS PICTET		
00206R102 AT&T INC		
00724F101 ADOBE SYSTEMS INC	703.	3,855.
00817Y108 AETNA INC		
00846U101 AGILENT TECHNOLOGIES	3,117.	4,219.
02079K107 ALPHABET INC/CA-CL C	4,072.	12,557.
02079K305 ALPHABET INC/CA-CL A	2,155.	6,320.
04314H667 ARTISAN INTL VALUE F		
09062X103 BIOGEN INC	184.	1,274.
09247X101 BLACKROCK INC	1,322.	2,055.
16119P108 CHARTER COMMUNICATIO	3,105.	4,703.
20030N101 COMCAST CORP-CLASS A	713.	3,364.
20605P101 CONCHO RESOURCES INC	2,702.	3,305.
22160K105 COSTCO WHOLESALE COR		
25470M109 DISH NETWORK CORP-A	1,987.	1,958.
26875P101 EOG RESOURCES INC	5,629.	7,554.
26884L109 EQT CORP	2,310.	1,878.
30303M102 FACEBOOK INC-A	3,532.	8,294.
31620M106 FIDELITY NATIONAL IN	2,701.	4,046.
37045V100 GENERAL MOTORS CO		
38141G104 GOLDMAN SACHS GROUP	2,062.	3,567.
41013P608 JOHN HANCOCK L/C EQU		
46434G822 ISHARES INC MSCI JAP	53,739.	64,185.
46637K513 JPM GBLB RES ENH IND		

CLARK CHARITABLE FOUNDATION XXXXX2003
 FORM 990PF, PART II - CORPORATE STOCK
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13-6049032

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
57636Q104	1,280.	8,779.
58933Y105	4,039.	3,601.
59156R108	1,980.	2,124.
60871R209	2,575.	2,872.
65339F101	1,753.	2,187.
65473P105	1,224.	2,644.
67103H107	3,839.	3,608.
78462F103	1,073,545.	1,578,744.
78486Q101	1,587.	3,039.
828990B18		
89353D107	3,331.	3,729.
90130A101	2,356.	12,566.
91324P102	533.	2,548.
92532F100	2,529.	3,763.
92826C839	2,011.	2,838.
94106B101	1,660.	2,542.
96208T104	1,155.	1,424.
98138H101	2,209.	2,705.
G0176J109	7,317.	5,071.
G0177J108	2,570.	4,899.
G1151C101		
G51502105	2,379.	6,284.
H1467J104	1,163.	8,478.
Y09827109	225,818.	293,974.
00171C403	1,637.	2,226.
002824100	3,679.	11,695.
023135106	3,255.	3,456.
026874784	2,434.	1,877.
032511107		

CLARK CHARITABLE FOUNDATION XXXXX2003

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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032654105 ANALOG DEVICES INC	1,526.	2,137.
037833100 APPLE INC	1,315.	19,123.
04314H857 ARTISAN INTL VALUE F	132,286.	187,003.
060505104 BANK OF AMERICA CORP	1,651.	8,000.
064058100 BANK OF NEW YORK MEL	1,708.	2,101.
084670702 BERKSHIRE HATHAWAY I	3,808.	4,559.
125509109 CIGNA CORP	1,775.	2,031.
247361702 DELTA AIR LINES INC	2,621.	2,744.
25278X109 DIAMONDBACK ENERGY I	1,972.	2,399.
256746108 DOLLAR TREE INC	2,756.	3,219.
26078J100 DOWDUPONT INC	6,423.	8,048.
45866F104 INTERCONTINENTAL EXC	1,509.	1,835.
459200101 INTL BUSINESS MACHIN	4,282.	4,296.
46432F842 ISHARES CORE MSCI EA	228,410.	246,516.
47803P633 JOHN HANCOCK LRF CP	68,002.	87,932.
48129C207 JPMORGAN GL RES ENH	442,661.	585,334.
595017104 MICROCHIP TECHNOLOGY	1,958.	2,373.
654106103 NIKE INC -CL B	2,588.	3,002.
655844108 NORFOLK SOUTHERN COR	2,072.	2,463.
67066G104 NVIDIA CORP	2,150.	2,322.
718172109 PHILIP MORRIS INTERN	5,532.	5,177.
913017109 UNITED TECHNOLOGIES	2,677.	2,807.
92210H105 VANTIV INC - CL A	1,657.	1,692.
931427108 WALGREENS BOOTS ALLI	1,461.	1,307.
98956P102 ZIMMER HOLDINGS INC	3,325.	3,620.
G2709G107 DELPHI TECHNOLOGIES	336.	420.
G47791101 INGERSOLL-RAND PLC	3,538.	3,746.
G6095L109 APTIV PLC	1,637.	1,951.

CLARK CHARITABLE FOUNDATION XXXXX2003
FORM 990PF, PART II - CORPORATE STOCK
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13-6049032

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TOTALS	3,306,533.	4,546,860.

CLARK CHARITABLE FOUNDATION XXXXX2003
 FORM 990PF, PART II - CORPORATE BONDS
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13-6049032

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
258620103 DOUBLELINE TOTL RET	116,863.	112,727.
693390841 PIMCO FD PAC INV MGM	107,920.	119,784.
922031810 VANGUARD INTM TRM IN		
4812C0381 JPM CORE BD FD - SEL	59,417.	59,202.
77956H872 T ROWE PR EMERG MKTS	112,953.	112,472.
256210105 DODGE & COX INCOME F	56,242.	55,662.
4812C0100 JPMORGAN CORE BOND-R	112,639.	112,587.
77956H534 T ROWE PR EMERG MKTS		
92203J308 VANGUARD TOTAL INTL		
TOTALS	566,034.	572,434.

CLARK CHARITABLE FOUNDATION XXXXX2003

13-6049032

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
00191K500 AQR LONG-SHORT EQUIT	C	80,922.	85,489.
12628J881 CRM LONG/SHORT OPPOR	C	83,962.	85,807.
29446A710 EQUINOX FDS TR IPM S	C	52,873.	50,642.
29446A819 EQUINOX CAMPBELL STR	C	55,075.	49,778.
72201M487 PIMCO UNCONSTRAINED	C	56,298.	53,185.
74441J829 PRUDENTIAL ABS RET B	C		
024525172 AMERICAN BEACON GLG	C	56,839.	55,842.
74441J837 PRUDENTIAL ABS RET B	C	58,665.	59,511.
TOTALS		444,634.	440,254.

CLARK CHARITABLE FOUNDATION XXXXX2003
FORM 990PF, PART XV - LINES 2a - 2d
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13-6049032

RECIPIENT NAME:

JPMORGAN CHASE BANK, NA

ADDRESS:

270 PARK AVE

NEW YORK, NY 10017

FORM, INFORMATION AND MATERIALS:

written proposal that explains

the nature of the project

includes the org IRC 501c 3 status letter

SUBMISSION DEADLINES:

October 31

religious and charitable purposes

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CONTACT FOR DETAILS

STATEMENT 13