

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

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

▶ **Do not enter social security numbers on this form as it may be made public.**  
 ▶ **Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.**

OMB No 1545-0052  
**2018**  
**Open to Public Inspection**

**For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018**

Name of foundation Winifred Johnson Clive Foundation		<b>A Employer identification number</b> 25-6277031
Number and street (or P O box number if mail is not delivered to street address) 1660 Bush Street	Room/suite	<b>B Telephone number (see instructions)</b> (415) 561-6540
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94109		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>18,585,846</u>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> <i>(Part I, column (d) must be on cash basis)</i>	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		<b>(a)</b> Revenue and expenses per books	<b>(b)</b> Net investment income	<b>(c)</b> Adjusted net income	<b>(d)</b> Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	134	134		
	<b>4</b> Dividends and interest from securities	429,603	429,603		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	341,005			
	<b>b</b> Gross sales price for all assets on line 6a	3,169,726			
	<b>7</b> Capital gain net income (from Part IV, line 2)		341,005		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	6,081	2,181			
<b>12 Total.</b> Add lines 1 through 11	776,823	772,923			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)				
	<b>c</b> Other professional fees (attach schedule)	166,610	83,134		83,476
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	20,808			
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings	51,973			51,973
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	160			160
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	239,551	83,134		135,609
	<b>25</b> Contributions, gifts, grants paid	774,500			774,500
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,014,051	83,134		910,109	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-237,228				
<b>b Net investment income</b> (if negative, enter -0-)		689,789			
<b>c Adjusted net income</b> (if negative, enter -0-)					

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	229,524	160,375	160,375
	<b>2</b> Savings and temporary cash investments . . . . .	536,641	824,782	824,782
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .	1,933	1,933	1,933
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	1,140,641	689,813	689,813
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	11,885,208	11,031,338	11,031,338
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	4,680,213	4,904,356	4,904,356
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	798,495	810,599	810,599
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)	162,650	162,650	162,650	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	19,435,305	18,585,846	18,585,846	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	19,435,305	18,585,846	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	19,435,305	18,585,846		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	19,435,305	18,585,846		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	19,435,305
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-237,228
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	19,198,077
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	612,231
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	18,585,846

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b> Sale of Publicly Traded Securities	P	2012-12-12	2018-12-12
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 3,169,726		2,828,721	341,005
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
<b>a</b>			341,005
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	341,005
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	793,008	18,544,351	0 04276
2016	164,500	26,549,876	0 00620
2015	1,069,663	17,846,175	0 05994
2014	973,360	17,919,011	0 05432
2013	986,212	18,084,060	0 05454

<b>2</b> Total of line 1, column (d)	2	0 217752
<b>3</b> 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 043550
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	19,229,129
<b>5</b> Multiply line 4 by line 3	5	837,429
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	6,898
<b>7</b> Add lines 5 and 6	7	844,327
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	910,109

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

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

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and total credits. Total amount owed is 22,794.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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 http://www.wjclivefoundation.org
14 The books are in care of Pacific Foundation Svcs LLC Telephone no (415) 561-6540

Located at 1660 Bush Street Ste 300 San Francisco CA ZIP+4 941095308

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15

16 At any time during calendar year 2018, 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?
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?
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 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?
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?
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 2018 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?
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 2018?



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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Pacific Foundation Services LLC 1660 Bush street Suite 300 San Francisco, CA 94109	Grant Management	83,476
Cornerstone Capital Inc 200 Homer Avenue Palo Alto, CA 943012722	Investment Advice	83,134
Total number of others receiving over \$50,000 for professional services. . . . .		▶

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<b>1</b> 	
<b>2</b> 	
<b>3</b> 	
<b>4</b> 	

**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
<b>1</b> 	
<b>2</b> 	
All other program-related investments. See instructions	
<b>3</b> 	
<b>Total.</b> Add lines 1 through 3 . . . . .	▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	18,479,268
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,011,690
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	31,000
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	19,521,958
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	19,521,958
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	292,829
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	19,229,129
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	961,456

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	961,456
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	6,898
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	6,898
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	954,558
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	954,558
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	954,558

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	910,109
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	910,109
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	6,898
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	903,211

**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 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				954,558
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			40,400	
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>910,109</u>				
<b>a</b> Applied to 2017, but not more than line 2a			40,400	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				869,709
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				84,849
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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) )

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

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. 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

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

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**c** Any submission deadlines

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

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

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





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

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Orlando Museum of Art Inc 2416 N Mills Avenue Orlando, FL 32803	N/A	PC	Arts Education Programming	20,000
Central Christian Church 250 SW Ivanhoe Blvd Orlando, FL 32804	N/A	PC	Music, Mission and Maketing	32,000
Nat'l City Christian Church 5 Thomas Circle NW Washington, DC 20005	N/A	PC	Capital Campaign II, Urgent Deferred Maintenance	50,000
<b>Total . . . . .</b> ▶ <b>3a</b>				774,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Unity Care Group Inc 1400 Parkmoor Avenue Suite 115 San Jose, CA 95126	N/A	PC	Summer of Learning	20,000
A Gift for Teaching Inc 6501 Magic Way Bldg 400 C Orlando, FL 32908	N/A	PC	School SmARTS and A Gift For Music after-school program	24,000
Medicine Horse Center P O Box 1074 Mancos, CO 81328	N/A	PC	General Support	25,000
<b>Total . . . . .</b>				<b>774,500</b>

**▶ 3a**

**Form 990PF Part XV Line 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
<b>a</b> <i>Paid during the year</i>				
Rollins College 1000 Holt Avenue - 2765 Winter Park, FL 32789	N/A	PC	Cornell Fine Arts Museum Outreach Program to Underserved Central Florida Middle and High Schools	5,000
CuriOdyssey 1651 Coyote Point Drive San Mateo, CA 94401	N/A	PC	Wildlife Education for Low Income Youth	20,000
Buck Institute for Age Research 8001 Redwood Blvd Novato, CA 94945	N/A	PC	STEM education programs with a focus on including women and minorities	15,000
<b>Total . . . . .</b>				774,500



**3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Oakland Nature Preserve PO Box 841 Oakland, FL 34760	N/A	PC	New & Continuing Environmental Education Programs at Oakland Nature Preserve	25,000
Henry Nehrling Society 2267 Hempel Avenue Gotha, FL 34734	N/A	PC	Administrative Support	19,000
WildCare 76 Albert Park Lane San Rafael, CA 94939	N/A	PC	Environmental Education Programs for Schools - Fostering the Next Generation Environmental Stewards	25,000
<b>Total . . . . .</b> ▶ <b>3a</b>				774,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Central Florida Community Arts Inc PO Box 720517 Orlando, FL 32872	N/A	PC	CFCArts Youth Arts Education	15,000
Corporation of the Fine Arts Museum 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	N/A	PC	de Youngsters Studio Outreach	30,000
Peer Health Exchange 55 Exchange Place 405 New York, NY 10005	N/A	PC	Peer Health Exchange Staten Island Expansion	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				774,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Reading Partners 499 Seventh Ave 20th Floor New York, NY 10018	N/A	PC	Tutor Engagement Project	15,000
Edgewood Center For Children Famili 957 Industrial Rd San Carlos, CA 94070	N/A	PC	Expressive Arts Program	15,000
San Francisco SPCA201 Alabama Street San Francisco, CA 94103	N/A	PC	AAT@Home	12,000
<b>Total . . . . .</b>				<b>774,500</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Hub on Canal Inc 132 Canal St New Smyrna Beach, FL 32168	N/A	PC	The Hub for Kids	15,000
Buck Institute for Age Research 8001 Redwood Blvd Novato, CA 94945	N/A	PC	Summer STEM Education Programs	30,000
Central Florida Community Arts Inc 250 SW Ivanhoe Blvd Orlando, FL 32804	N/A	PC	CFCArts Children and Youth Arts Programs and School of the Arts	20,000
<b>Total . . . . .</b>				<b>774,500</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Enzian Theater 1300 S Orlando Ave Maitland, FL 32751	N/A	PC	Capital Campaign Addition of 2 screens to the house cinema	25,000
LSA Family Health Service 550 Dudley Street Roxbury, MA 02119	N/A	PC	Family Childcare Business Enterprise (FCCBE) Survey Initiative to Improve Data and Program Quality	20,000
Sunrise Horse Rescue PO Box 143 St Helena, CA 94574	N/A	PC	General Support	20,000
<b>Total . . . . .</b>				<b>774,500</b>

**▶ 3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Willowtail Springs Nature Preserve PO Box 89 Mancos, CO 81328	N/A	PC	Residencies Integrating the Arts and Ecology and Professional Capacity Building	20,000
YWCA of San Francisco Marin 940 Powell St San Francisco, CA 94108	N/A	PC	FiftyPlus Employment Support Program	25,000
Muttville PO Box 410207 San Francisco, CA 94141	N/A	PC	Seniors for Seniors	25,000
<b>Total . . . . .</b> ▶ <b>3a</b>				774,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
San Francisco SPCA201 Alabama Street San Francisco, CA 94103	N/A	PC	MESCAAT	10,000
World Tang Soo Do Association 110 Athletes Row 140 Apopka, FL 32703	N/A	PC	Central Florida Tang Soo Do Opportunity Assistance	15,000
Opera Orlando IncPO Box 33974 Orlando, FL 34787	N/A	PC	Hansel & Gretal Touring Production	20,000
<b>Total . . . . . ▶ 3a</b>				774,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Growing Gardens 1630 Hawthorn Ave Boulder, CO 80304	N/A	PC	General Support	10,000
Henry Nehrling Society 2267 Hempel Avenue Gotha, FL 34734	N/A	PC	Towards the principal of the mortgage	25,000
Massachusetts Foundation for Teaching 577 County Street Taunton, MA 02780	N/A	PC	Journey into Education and Teaching	25,000
<b>Total . . . . .</b>				<b>774,500</b>

**▶ 3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Nat'l City Christian Church 5 Thomas Circle NW Washington, DC 20005	N/A	PC	Generator	20,000
Orlando Health Foundation 3160 Southgate Commerce Blvd Suite Orlando, FL 32806	N/A	PC	The Healing Tree	50,000
Orlando Philharmonic Orchestra 425 N Bumby Avenue Orlando, FL 32803	N/A	PC	Music Concerts, 2018-2019 Composer in Residence Program	12,500
<b>Total . . . . .</b> ▶ <b>3a</b>				774,500

## TY 2018 Investments Corporate Bonds Schedule

**Name:** Winifred Johnson Clive Foundation

**EIN:** 25-6277031

**Software ID:** 18007218

**Software Version:** 2018v3.1

### Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Accrued Interest Income	42,336	42,336
John Deere 1.95% Due 03/04/19	393,497	393,497
Philip Morris 1.875% Due 01/15/19	499,872	499,872
Union Pacific Co 2.25% Due 02/15/19	399,902	399,902
Amazon Com Inc. 2.6% Due 12/05/19	199,474	199,474
Amgen Incorporate 4.5% Due 03/15/20	253,845	253,845
Pepsico Inc 3.125% Due 11/01/20	250,811	250,811
Wells Fargo 2.15% Due 01/30/20	197,824	197,824
BP Capital Mkt P 4.5% Due 10/01/20	203,928	203,928
BP Capital Mkt 4.742% Due 3/11/21	102,976	102,976
Coca Cola Co 2.45% Due 11/01/20	247,963	247,963
VF Corporation 3.5% Due 9/1/21	74,943	74,943
Apple Inc 2.5% Due 02/09/22	187,051	187,051
Gilead Sciences 1.95% Due 03/01/22	240,177	240,177
Apple Inc 2.4% Due 05/03/23	484,164	484,164
BIOGEN INC. 3.625% Due 9/15/22	200,454	200,454
Anthem Inc 2.95% Due 1/25/23	340,668	340,668
Charles Schwab 2.65% Due 1/25/23	78,060	78,060
Oracle Corp 3.65% Due 7/15/23	506,411	506,411

**TY 2018 Investments Corporate Stock Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
Bristol-Myers Squibb, 7,000 Sh	363,860	363,860
Abbott Laboratories, 8,800 Sh	636,504	636,504
Verizon Communications, 8,750 Sh	491,925	491,925
Reliance Stl & Aluminum, 3,750 Sh	266,888	266,888
Fiserv Inc, 6,750 Sh	496,058	496,058
Simpson Manufacturing Co, 9,700 Sh	525,061	525,061
Amgen Inc, 1,575 Sh	306,605	306,605
Aptargroup Inc, 6,120 Sh	575,708	575,708
Blair Strip Steel, 5 Sh	31,000	31,000
Kimberly-Clark Corp 4,100 Sh	467,154	467,154
Microsoft Corp, 5,500 Sh	558,635	558,635
Thermo Fisher Scientific, 2,785 Sh	623,255	623,255
Johnson & Johnson, 3,230 Sh	416,832	416,832
Pepsico Inc, 4,000 Sh	441,920	441,920
Abbvie Inc, 4,125 Sh	380,284	380,284
Occidental Petrol Corp, 5,065 Sh	310,890	310,890
Trimble Navigation LTD, 10,550 Sh	347,201	347,201
Accrued Dividend Income	18,134	18,134
Stamps.com, 2,025 Sh	315,166	315,166
Visa Inc, 4,465 Sh	589,112	589,112
Alphabet Inc, 440 Sh	459,782	459,782
Fedex Corp, 2,375 Sh	383,159	383,159
Walt Disney Co, 4,950 Sh	542,768	542,768
Arthur J Gallagher & Co, 7,825 Sh	576,703	576,703
Carnival Corp, 5,400 Sh	389,470	389,470
Charles Schwab Corp, 7,950 Sh	330,164	330,164
Paypal Holdings, 2,225 Sh	187,100	187,100

**TY 2018 Investments Government Obligations Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**US Government Securities - End  
of Year Book Value:**

689,813

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

689,813

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

**TY 2018 Investments - Other Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
HCP Inc REIT, 13,750 Sh	FMV	384,038	384,038
Wisdomtree Emerging Markets, 5,700 Sh	FMV	228,855	228,855
Ishares MSCI, 5930 Sh	AT COST	197,706	197,706

**TY 2018 Other Assets Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**Other Assets Schedule**

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

**TY 2018 Other Expenses Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

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

**TY 2018 Other Income Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Interest Income from Psp	181	181	
Other Investment Income	2,000	2,000	
Rental Income from Psp	3,900		

**TY 2018 Other Professional Fees Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Grant Administration	83,476	0	0	83,476
Investment Fees	83,134	83,134	0	0

**TY 2018 Taxes Schedule****Name:** Winifred Johnson Clive Foundation**EIN:** 25-6277031**Software ID:** 18007218**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Excise Tax	20,722			
Other State Taxes	86			