

ROBERT STERLING CLARK FOUNDATION, INC.

**Financial Statements
and
Supplemental Schedules**

For the Year Ended December 31, 2014

 **BUCHBINDER**

ROBERT STERLING CLARK FOUNDATION, INC.
Financial Statements and Supplemental Schedules
For the Year Ended December 31, 2014

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of
Robert Sterling Clark Foundation, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Robert Sterling Clark Foundation, Inc. (the "Foundation") which comprise the statement of financial position as of December 31, 2014, and the related statements of activities, cash flows and functional expenses for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Robert Sterling Clark Foundation, Inc. as of December 31, 2014, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules on pages 19 through 23 are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of the Foundation's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Buchbinder Tunick & Company LLP

BUCHBINDER TUNICK & COMPANY LLP

New York, NY
November 13, 2015

ROBERT STERLING CLARK FOUNDATION, INC.
Statement of Financial Position
December 31, 2014

ASSETS

Assets:	
Cash and cash equivalents	\$ 1,190,221
Investments	91,768,784
Prepaid expenses and other assets	<u>84,668</u>
	<u>93,043,673</u>
Property and equipment:	
Cooperative (office space)	1,007,766
Furniture, fixtures and equipment	<u>147,474</u>
	1,155,240
Less: accumulated depreciation	<u>(626,425)</u>
Net property and equipment	<u>528,815</u>
Total assets	<u>\$ 93,572,488</u>

LIABILITIES AND NET ASSETS

Liabilities:	
Accrued expenses and other liabilities	\$ 335,242
Postretirement benefits obligation	849,000
Grants payable	<u>1,572,500</u>
Total liabilities	<u>2,756,742</u>
Unrestricted net assets	<u>90,815,746</u>
Total liabilities and net assets	<u>\$ 93,572,488</u>

See notes to financial statements.

ROBERT STERLING CLARK FOUNDATION, INC.
Statement of Activities
For the year ended December 31, 2014

Revenue:	
Net realized and unrealized gains on investments	\$ 707,484
Interest and dividends	1,601,061
Rental income	47,928
Net partnership income	91,521
Other income	<u>3,189</u>
 Total revenue	 <u>2,451,183</u>
Expenses:	
Program services	5,683,395
Administrative and general	682,304
Federal excise tax	27,000
Depreciation	<u>27,698</u>
 Total expenses	 <u>6,420,397</u>
 Excess of expenses over revenue	 (3,969,214)
Other changes in net assets:	
Benefit change other than net periodic benefit cost	<u>401,000</u>
 Change in net assets	 (3,568,214)
Unrestricted net assets:	
Beginning of year	<u>94,383,960</u>
 End of Year	 <u>\$ 90,815,746</u>

See notes to financial statements.

ROBERT STERLING CLARK FOUNDATION, INC.
Statement of Cash Flows
For the year ended December 31, 2014

Cash flows from operating activities:	
Change in net assets	\$ (3,568,214)
Adjustments to reconcile change in net assets to net cash (used in) operating activities:	
Depreciation	27,698
Net unrealized loss on investments	676,927
Net realized (gain) on investments	(1,384,411)
(Increase) decrease in operating assets:	
(Increase) in prepaid expenses and other assets	(5,390)
Increase (decrease) in operating liabilities:	
(Decrease) in accrued expenses and other liabilities	(229,208)
(Decrease) in postretirement benefits obligation	(401,000)
Increase in grants payable	<u>467,500</u>
Net cash (used in) operating activities	<u>(4,416,098)</u>
Cash flows from investing activities:	
Purchase of investments	(16,423,410)
Proceeds from sale of investments	<u>20,376,921</u>
Net cash provided by investing activities	<u>3,953,511</u>
Net (decrease) in cash and cash equivalents	(462,587)
Cash and cash equivalents:	
Beginning of year	<u>1,652,808</u>
End of Year	<u>\$ 1,190,221</u>

See notes to financial statements.

ROBERT STERLING CLARK FOUNDATION, INC.
Statement of Functional Expenses
For the year ended December 31, 2014

	<u>Program Services</u>	<u>Administrative and General</u>	<u>Total Expenses</u>
Grants	\$ 5,138,262	\$ -	\$ 5,138,262
Salaries	258,657	85,845	344,502
Pension	38,867	12,808	51,675
Insurance - health	69,075	26,971	96,046
Insurance - other	-	38,884	38,884
Payroll taxes	17,814	5,870	23,684
Investment advisors	-	222,149	222,149
Custodian - securities	-	57,080	57,080
Audit	-	30,000	30,000
Accounting	-	85,000	85,000
Consulting	-	76,037	76,037
Legal	-	1,075	1,075
New York State fee	-	3,000	3,000
Meeting and travel	18,841	2,094	20,935
Office	45,862	8,093	53,955
Telephone	3,843	679	4,522
Books and periodicals	-	1,187	1,187
Annual report	-	9,266	9,266
Co-op maintenance	<u>92,174</u>	<u>16,266</u>	<u>108,440</u>
Total expenses	<u>\$ 5,683,395</u>	<u>\$ 682,304</u>	<u>\$ 6,365,699</u>

See notes to financial statements.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements
December 31, 2014

Note 1 - Nature of Organization

The Robert Sterling Clark Foundation, Inc. (the "Foundation") was incorporated under the laws of the State of New York as a private foundation. The Foundation was organized to provide grants to charitable organizations. The Foundation is subject to the New York Prudent Management of Institutional Funds Act ("NYPMIFA").

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

The Foundation maintains its records on the accrual basis in accordance with accounting principles generally accepted in the United States of America. As of December 31, 2014, the Foundation did not have any temporarily or permanently restricted net assets.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Foundation considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Investment Valuation and Income Recognition

The Foundation's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See note 4 for discussion of fair value measurements.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation and Income Recognition (Continued)

Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Property and Equipment

Property and equipment are recorded at cost.

The Foundation depreciates the cooperative, furniture, fixtures and equipment using the straight-line method. The general range of estimated useful lives used in depreciating is as follows:

Cooperative	39 years
Furniture, fixtures and equipment	5 years

Grants Payable

Grants payable represents all unconditional grants that have been authorized prior to the year end, but remain unpaid as of the statement of financial position date. Conditional grants are expensed and considered payable in the period the conditions are substantially satisfied.

Income Taxes

The Foundation is a charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code (the "IRC"). The Foundation is exempt from Federal income tax under the IRC as a private foundation, but is subject to Federal excise tax on its net investment income.

The Foundation is no longer subject to Federal income tax examination by tax authorities for years prior to 2011.

Subsequent Events

The Foundation has evaluated subsequent events and transactions through November 13, 2015, the date that the financial statements were available to be issued.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 3 - Investments

The Foundation states its securities at fair value instead of historical cost, presenting the net unrealized gains (losses) on securities as revenue in the current period. Total net unrealized gains (losses) recorded are as follows:

	<u>Unrealized Gains (Losses)</u>			
	<u>Deutsche Bank</u>	<u>Prime Buchholz</u>	<u>CIPEF V, L.P.</u>	<u>Total</u>
Net unrealized gains (losses) at December 31, 2013 - Unaudited	\$ -	\$ 9,699,191	\$ (3,775)	\$ 9,695,416
Net (decrease) in unrealized gains (losses)	-	(348,063)	(328,864)	(676,927)
Net unrealized gains (losses) at December 31, 2014	<u>\$ -</u>	<u>\$ 9,351,128</u>	<u>\$ (332,639)</u>	<u>\$ 9,018,489</u>

The following schedule summarizes the investment returns and their classifications in the statement of activities for the year ended December 31, 2014:

	<u>Deutsche Bank</u>	<u>Prime Buchholz</u>	<u>CIPEF V, L.P.</u>	<u>Total</u>
Net unrealized (losses)	\$ -	\$ (348,063)	\$ (328,864)	\$ (676,927)
Net realized gains	-	1,384,411	-	1,384,411
Net realized and unrealized gains (losses)	-	1,036,348	(328,864)	707,484
Interest income	1,256	238	-	1,494
Dividend income	-	1,599,567	-	1,599,567
Total interest and dividend income	<u>1,256</u>	<u>1,599,805</u>	<u>-</u>	<u>1,601,061</u>
Net investment income (loss)	<u>\$ 1,256</u>	<u>\$ 2,636,153</u>	<u>\$ (328,864)</u>	<u>\$ 2,308,545</u>

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements

Financial Accounting Standards Board ("FASB") *Accounting Standards Codification* ("ASC") 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. It defines fair value as an exit price, which is the price that would be received for an asset or paid to transfer a liability in the Foundation's principal or most advantageous market for the asset or liability, in an orderly transaction between market participants on the measurement date.

The fair value hierarchy generally requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability and are developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs reflect the entity's own assumptions based on market data and the entity's judgments about the assumptions that market participants would use in pricing the asset or liability, and are to be developed based on the best information available in the circumstances.

The Foundation determines the fair value of its investments based on the established fair value definition and hierarchy levels. The three levels within the hierarchy that may be used to measure fair value are:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: Observable inputs, including Level 1 prices that have been adjusted; quoted prices for similar assets or liabilities; quoted prices in markets that are less active than traded exchanges; and other inputs that are observable or can be substantially corroborated by observable market data.

Level 3: Unobservable inputs that are supported by little or no market activity and that are a significant component of the fair value of the assets or liabilities.

The lowest level of input that is a significant component of the fair value measurements determines the placement of the entire fair value measurement in the hierarchy. The Foundation's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the classification of fair value assets and liabilities within the fair value hierarchy levels.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements (Continued)

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014.

Mutual funds:

Mutual funds are valued at the daily closing price as reported by the funds. Mutual funds held by the Foundation are deemed to be actively traded.

Hedge funds, fixed income investment fund and private equity fund:

Hedge funds, the fixed income investment fund and the private equity fund are valued at the net asset value (NAV) as determined by the general partner, trustee or custodian of the funds. The NAV, as provided by the general partner, trustee or custodian, is used as a practical expedient to estimate fair value. The NAV is based upon the fair value of the investments in the trust, less any liabilities. Transactions may occur daily. Were the Foundation to initiate a full redemption of the funds, the fund reserves the right to temporarily delay withdrawal from the fund in order to ensure that securities liquidations will be carried out in an orderly business manner.

The preceding valuation methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Foundation believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Foundation considers several factors in appropriately classifying the investment funds in the fair value hierarchy. An investment is generally classified as Level 2 if the Foundation has the ability to withdraw its investment with the investment fund at Net Asset Value ("NAV") at the measurement date. If the Foundation cannot withdraw its investment with the investment funds at NAV when such investment is subject to a "lock-up" or gate, or its withdrawal period does not coincide with the Foundation's measurement date, the Foundation considers the length of time until the investment will become redeemable in determining whether the fair value measurement of the investment should be classified as a Level 2 or Level 3 fair value measurement. In general, if the Foundation has the ability to redeem its investment with the investment fund at or within three months of the measurement date, the investment fund interest is classified as Level 2. Otherwise, the investment fund interest has been classified as Level 3.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements (Continued)

The following table sets forth, by level, the Foundation's assets that were accounted for at fair value on a recurring basis as of December 31, 2014:

Investments in securities:

	<u>Total Fair Value</u>	<u>Quoted Prices (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Other Unobservable Inputs (Level 3)</u>
Assets carried at fair value:				
Investments:				
Mutual funds:				
Equity funds	\$ 52,316,159	\$ 52,316,159	\$ -	\$ -
Fixed income	4,134,483	4,134,483	-	-
Fixed income investment fund	4,458,202	-	4,458,202	-
Hedge funds	28,454,562	-	20,348,938	8,105,624
Private equity fund	<u>2,405,378</u>	<u>-</u>	<u>-</u>	<u>2,405,378</u>
 Total assets carried at fair value	 <u>\$ 91,768,784</u>	 <u>\$ 56,450,642</u>	 <u>\$ 24,807,140</u>	 <u>\$ 10,511,002</u>

The following table is a roll forward of the statement of financial position amounts for financial instruments classified by the Foundation within Level 3 of the fair value hierarchy defined above as of December 31, 2014:

	<u>Fair Value, Jan. 1, 2014 (Unaudited)</u>	<u>Capital Contributions (Distributions)</u>	<u>Other Income (Expenses)</u>	<u>Unrealized Gains (Losses)</u>	<u>Fair Value December 31, 2014</u>
Investment funds:					
Hedge funds	\$ 7,801,885	\$ -	\$ -	\$ 303,739	\$ 8,105,624
Private equity fund	<u>2,988,106</u>	<u>(162,343)</u>	<u>(91,521)</u>	<u>(328,864)</u>	<u>2,405,378</u>
	<u>\$ 10,789,991</u>	<u>\$ (162,343)</u>	<u>\$ (91,521)</u>	<u>\$ (25,125)</u>	<u>\$ 10,511,002</u>

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements (Continued)

As of December 31, 2014, the Foundation invested in hedge funds and a private equity fund, which were categorized as Level 3 investments.

Although the Foundation believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth the investment objective and principal investment strategy of the Foundation's investments in hedge funds, fixed income investment funds, and private equity investments:

<u>Investment Category</u>	<u>Investment</u>	<u>Investment Objective</u>	<u>Principal Investment Strategy</u>
Hedge Fund	Forester Diversified, Ltd.	The investment objective of the fund is to provide investors with maximum appreciation of capital while incurring reasonable risk.	The assets of the fund are invested in a diversified group of long/short equity and absolute return investment funds.
Hedge Fund	Archipelago Holdings Ltd.	The primary investment objective of the fund is to seek capital appreciation through investing in certain private investment funds.	The assets of the fund are invested in funds sponsored by, or may in the future be sponsored by, Wellington Global Holding, Ltd.
Fixed Income Investment Fund	Colchester Global Bond Fund	The investment objective of the fund is to achieve favorable income-oriented returns.	The fund invests in a globally diversified portfolio of primarily debt-like securities.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements (Continued)

<u>Investment Category</u>	<u>Investment</u>	<u>Investment Objective</u>	<u>Principal Investment Strategy</u>
Private Equity Fund	CIPEF V, L.P.	The investment objective of the private equity fund CIPEF V, L.P. is to generate superior long-term capital appreciation primarily through privately negotiated equity and equity-related investments in emerging markets companies.	Potential portfolio companies are analyzed by broad criteria, including the following: Strong local management with a proven track record, or in some cases, a strategic partner who adds value through technological, managerial or marketing/ financial expertise; “like-minded” key shareholders; a demonstrated ability or potential for profitability and relatively stable and predictable cash flows; strong prospects to sustain or achieve a leading local market position and/or sustainable competitive export advantage; superior growth potential; attractive valuation; and a clear and identifiable range of exit possibilities at the time of investment, primarily relying on either a sale to a potential list of multinational, regional or local strategic buyers expected to seek to consolidate market position, and/or a local or global “money center” IPO.
Hedge Fund	Wellington Trust Company, NA CTF Strategic Real Asset Portfolio	The fund's investment objective is long-term total return in excess of a customized blended benchmark over a full business cycle.	The fund may invest in other Wellington Trust Common Trust funds if consistent with the fund's investment objective and policies.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 4 - Fair Value Measurements (Continued)

The following table sets forth the terms of redemption, if the terms are other than on demand:

<u>Investment</u>	<u>Terms of Redemption</u>
Forester Diversified, Ltd.	Annually with 90 days notice (1 year lockup period).
Archipelago Holdings Ltd.	Quarterly with 45 days notice.
Wellington Trust Company, NA CTF Strategic Real Asset Portfolio	Monthly.
The Colchester Global Bond Fund	Monthly on first business day of the month with written notification due 10 business days before month end.
CIPEF V, L.P.	Redemptions are made solely at the discretion of the general partner.

The Foundation has no additional funding commitments with regard to these investments.

Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

We evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2014, there were no significant transfers in or out of Levels 1, 2 or 3.

Note 5 - Risks and Uncertainties

The Foundation invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect the value reported in the statement of financial position.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 6 - Pension Plan

The Foundation sponsors a defined contribution plan. Any employee, excluding students and those who work less than 20 hours per week are eligible for employer contributions after completing 1 year of service and attainment of age 21. Voluntary contributions can be made at any time. Contributions to the plan must be made on a non-discriminatory basis. The Foundation contributes 15% of eligible compensation as determined by Internal Revenue Service ("IRS") regulations to the plan on behalf of the employees. Employee voluntary contributions can also be made up to the allowable maximum contribution as determined by IRS regulations.

Pension expenses for the Foundation for the year ended December 31, 2014 were \$51,675.

Note 7 - Postretirement Health Benefits Plan

The Foundation maintains a postretirement health benefits plan (the "Postretirement Plan") for qualified retirees. A qualified retiree is defined as an employee who has attained age 55 as an active employee of the Foundation with a minimum of 15 years full-time employment, and whose years of full-time employment with the Foundation plus attained age at retirement total 75 years or more.

For the year ended December 31, 2014, the amount of the Postretirement Plan expense recognized in the accompanying statement of activities amounted to \$20,226. In addition, other changes in unrestricted net assets include an increase in the amount of \$401,000 for the year ended December 31, 2014 to reflect the change in the postretirement health benefits plan obligation not credited against the current year's expense.

The funded status of the Postretirement Plan as of December 31, 2014 is as follows:

	<u>2014</u>
Fair value of qualified plan assets	\$ -
Less: projected benefit obligation	<u>849,000</u>
Funded status	<u>\$ (849,000)</u>

The Postretirement Plan expense computation assumes a future medical cost inflation of 10% and discount rate of 5% as of December 31, 2014.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 7 - Postretirement Health Benefits Plan (Continued)

The following schedule of benefit payments, which reflects expected future services, as appropriate, are expected to be paid in each of the next five years and in the aggregate for the five years thereafter:

<u>Years Ending December 31,</u>	<u>Amount</u>
2015	\$ 25,935
2016	40,387
2017	42,406
2018	44,526
2019	46,752
Five years thereafter	<u>172,532</u>
Total	<u>\$ 372,538</u>

Note 8 - Separation Agreements

Pursuant to a separation agreement effective July 1, 2013 with its former President, the Foundation is paying \$510,000 through equal semimonthly installments which began March 1, 2014, through December 31, 2015. The Foundation's liability of \$278,180 is included in "Accrued expenses and other liabilities" in the statement of financial position as of December 31, 2014.

Pursuant to a separation agreement dated July 9, 2015 with its former Program Director, the Foundation will pay total severance equal to one year's salary. The severance will be paid in equal semimonthly installments beginning January 1, 2016, with the final payment made on or before December 31, 2016. The Foundation has recorded no liability relating to this separation and severance agreement as of December 31, 2014.

Note 9 - Concentrations of Credit Risk

Financial instruments, which potentially subject the Foundation to concentrations of credit risk, consist of money market accounts and investment securities and funds. The Foundation places its cash and temporary cash investments with financial institutions. At times, such balances may be in excess of the FDIC and SIPC insurance limits.

ROBERT STERLING CLARK FOUNDATION, INC.
Notes to Financial Statements (Continued)
December 31, 2014

Note 10 - Rental Income

The Foundation leases out a portion of its office space under a lease that expires on March 31, 2016. Rental income totaled \$47,928 for the year ended December 31, 2014. Future rental income under the lease is as follows:

<u>Years Ending December 31,</u>	<u>Amount</u>
2015	\$ 49,962
2016	<u>12,612</u>
Total	<u>\$ 62,574</u>

Note 11 - Change in Accounting Year

Management changed the Foundation's accounting year to the calendar year, effective November 1, 2013.

ROBERT STERLING CLARK FOUNDATION, INC.
(Supplemental Schedules)
Summary of Investments
For the year ended December 31, 2014

<u>Description</u>	<u>Schedule</u>	<u>Cost</u>	<u>Fair Value</u>	<u>Net Unrealized Gain (Loss)</u>
Total investments - Prime Buchholz	II	\$ 80,012,278	\$ 89,363,406	\$ 9,351,128
Investment in CIPEF V, L.P.	III	<u>2,738,017</u>	<u>2,405,378</u>	<u>(332,639)</u>
Totals at December 31, 2014		<u>\$ 82,750,295</u>	<u>\$ 91,768,784</u>	<u>\$ 9,018,489</u>

See independent auditors' report.

ROBERT STERLING CLARK FOUNDATION, INC.
(Supplemental Schedules)
Schedule of Investments
As of December 31, 2014

Prime Buchholz

<u>Description</u>	<u>Quantity</u>	<u>Cost</u>	<u>Fair Value</u>
Archipelago Holdings Ltd.	303,136.30	\$ 6,500,000	\$ 8,186,620
Forester Diversified, Ltd.	8,056.56	8,056,558	8,105,624
Eaton Vance Tax Managed Emerging Market Fund	193,899.01	9,576,061	8,929,050
Vanguard Fixed Income Inter-term Treasuries Fund	363,630.84	4,125,489	4,134,483
Vanguard Total Stock Market Index Fund	557,114.84	17,638,853	28,747,126
Vanguard Total International Stock Index Fund	941,478.04	14,248,663	14,639,983
The Colchester Global Bond Fund	139,806.00	4,851,747	4,458,202
Wellington Strategic Real Asset Portfolio	996,094.80	15,014,907	12,162,318
		<u>\$ 80,012,278</u>	<u>\$ 89,363,406</u>
Total investments - Prime Buchholz			

See independent auditors' report.

Schedule III

**ROBERT STERLING CLARK FOUNDATION, INC.
(Supplemental Schedules)
Schedule of Investments - Other Investments
As of December 31, 2014**

CIPEF V, L.P.

<u>Description</u>	<u>Cost</u>	<u>Fair Value</u>
Capital International Private Equity Fund V, L.P.	<u>\$ 2,738,017</u>	<u>\$ 2,405,378</u>

See independent auditors' report.

ROBERT STERLING CLARK FOUNDATION, INC.
(Supplemental Schedules)
Schedule of Grants Authorized, Paid and Unpaid
For the year ended December 31, 2014

Organization	Date Auth Prior Yrs.	Amount Unpaid 12/31/13	Date Auth 2014	Amount Authorized	Amount Paid	Amount Unpaid 12/31/14
Advocates for Children		\$ -	7/30/2014	\$ 55,000	\$ 55,000	\$ -
Alliance for Quality Education (Public Policy & Education Fund)	8/1/2013	30,000			30,000	-
American Civil Liberties Union Foundation			7/30/2014	360,000	120,000	240,000
American Dance Abroad (Fractured Atlas Productions)			7/30/2014	65,000	65,000	-
Art21			5/1/2014	60,000	60,000	-
Association for Neighborhood and Housing Development	8/1/2013	30,000			30,000	-
Bang on a Can			5/1/2014	175,000	87,500	87,500
Battery Dance Company	8/1/2013	75,000			75,000	-
Bronx Museum of the Arts			11/6/2014	130,000	65,000	65,000
Brooklyn Academy of Music	10/28/2013	100,000			100,000	-
Catskill Mountainkeeper			2/7/2014	55,000	55,000	-
CEC ArtsLink			11/6/2014	55,000	55,000	-
Center for Reproductive Rights	8/1/2013	75,000	7/30/2014	150,000	150,000	75,000
Child Care and Early Education Fund (Fund for the City of New York)			2/7/2014	70,000	70,000	-
Citizens Union Foundation	8/1/2013	62,500			62,500	-
Community Voices Heard			2/7/2014	60,000	60,000	-
Council for a Strong America			11/6/2014	70,000	35,000	35,000
Donor's Education Collaborative (Community Funds, Inc.)			5/1/2014	130,000	65,000	65,000
Education Law Center	10/28/2013	37,500			37,500	-
Empire Justice Center	8/1/2013	32,500	7/30/2014	135,000	97,500	70,000
Environmental Advocates			5/1/2014	60,000	60,000	-
Federation of Protestant Welfare Agencies			2/7/2014	65,000	65,000	-
Feminist Majority Foundation	8/1/2013	42,500	7/30/2014	85,000	85,000	42,500
Foundation Center			11/6/2014	8,500	8,500	-
Funders Network on Population, Reproductive Health and Rights			5/1/2014	3,500	3,500	-
Grantmakers for Children, Youth and Families			5/1/2014	1,000	1,000	-
Grantmakers in the Arts			5/1/2014	6,000	6,000	-
Independent Curators International			5/1/2014	60,000	60,000	-
International Contemporary Ensemble			2/7/2014	50,000	50,000	-
International Foundation for Art Research			2/7/2014	65,000	65,000	-
International Network for Public Schools			7/30/2014	40,000	40,000	-
Jazz at Lincoln Center			11/6/2014	100,000	100,000	-
La Mama Experimental Theatre Club			7/30/2014	65,000	32,500	32,500
Lark Play Development Center			5/1/2014	30,000	30,000	-
Lincoln Center Theater			2/7/2014	60,000	60,000	-
Long Term Care Community Coalition			10/21/2014	10,000	10,000	-
Make the Road New York			7/30/2014	70,000	35,000	35,000
MAPP International Productions			2/7/2014	50,000	50,000	-
MergerWatch (Community Catalyst)	5/2/2013	35,000	11/6/2014	70,000	105,000	-
Metropolitan Waterfront Alliance			7/30/2014	130,000	65,000	65,000
Mid-Atlantic Arts Foundation	1/17/2013	100,000			100,000	-
MoveNY (Regional Plan Association)			11/6/2014	35,000	35,000	-
Museum of Art and Design	1/17/2013	100,000			100,000	-
Naral Pro-Choice America Foundation			5/1/2014	100,000	100,000	-
National Abortion Federation			2/7/2014	65,000	65,000	-
National Advocates for Pregnant Women			7/30/2014	60,000	60,000	-
National Center for Law & Economic Justice			2/7/2014	160,000	80,000	80,000

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ROBERT STERLING CLARK FOUNDATION, INC.
(Supplemental Schedules)
Schedule of Grants Authorized, Paid and Unpaid (Continued)
For the year ended December 31, 2014

Organization	Date Auth Prior Yrs.	Amount Unpaid 12/31/13	Date Auth 2014	Amount Authorized	Amount Paid	Amount Unpaid 12/31/14
National Employment Law Project			5/1/2014	60,000	30,000	30,000
National Family Planning and Reproductive Health Association	10/28/2013	45,000	11/6/2014	80,000	125,000	-
National Health Law Project			11/6/2014	70,000	70,000	-
National Partnership for Women and Families			5/1/2014	200,000	100,000	100,000
National Performance Network			7/30/2014	150,000	75,000	75,000
National Public Radio			5/1/2014	50,000	50,000	-
National Women's Law Center			5/1/2014	200,000	100,000	100,000
Natural Resources Defense Council			11/6/2014	100,000	50,000	50,000
New England Foundation for the Arts	8/1/2013	65,000				65,000
New Museum	10/28/2013	100,000			100,000	-
New York Civil Liberties Union Foundation			11/6/2014	75,000	75,000	-
New York Immigration Coalition			5/1/2014	90,000	45,000	45,000
New York Immigration Coalition			9/10/2014	20,000	20,000	-
New York League of Conservation Voters Education Fund			9/9/2014	20,000	20,000	-
New York Live Arts	8/1/2013	50,000			50,000	-
New York Shakespeare Festival			7/30/2014	75,000	75,000	-
Nonprofit Coordinating Committee			5/1/2014	1,500	1,500	-
Old Town School of Folk Music	10/17/2012	50,000			50,000	-
PEN American Center			11/6/2014	60,000	60,000	-
Philanthropy New York			2/7/2014	7,250	7,250	-
Planned Parenthood Federation of America	8/1/2013	75,000	7/30/2014	300,000	225,000	150,000
Pratt Center for Community and Economic Development (Pratt Institute)			5/1/2014	50,000	50,000	-
Pro Publica			7/30/2014	130,000	65,000	65,000
Product Stewardship Institute			7/7/2014	20,000	20,000	-
Riders Alliance (Fund for the City of New York)			11/6/2014	35,000	35,000	-
Sexuality Information and Education Council of the United States			2/7/2014	55,000	55,000	-
St. Ann's Warehouse			2/7/2014	60,000	60,000	-
Syracuse Stage			5/1/2014	60,000	60,000	-
The New 42nd Street			7/30/2014	50,000	50,000	-
Theater Breaking Through Barriers			7/30/2014	20,000	20,000	-
Theatre Communications Group			11/6/2014	75,000	75,000	-
Matching Gifts Program		-	Various	5,512	5,512	-
Totals		<u>\$ 1,146,639</u>		<u>\$ 5,138,262</u>	<u>\$ 4,670,762</u>	<u>\$ 1,614,504</u>

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