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2019

Return of Private Foundation

Department of the Treasury Internal Revenue Service

Form 990-PF

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 <u>www.irs.gov/Form990PF</u> for instructions and the latest information.

Open to Public Inspection

		ndar year 2019, or tax year beginning 01-01-20)19 , ar	nd ending 12-31-	-2019	
		Indation DYS AND FRANKLIN CLARK FOUNDATION			entification numbe	er
				54-1640751		
		d street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone nu	ımber (see instructio	ns)
				(757) 229-3063	3	
		n, state or province, country, and ZIP or foreign postal code URG, VA 23185		C If exemption	application is pendin	g, check here
G Ch	neck al	I that apply: \Box Initial return \Box Initial return of a	former public charity	D 1. Foreign or	ganizations, check he	ere
		Final return 🗹 Amended return			rganizations meeting k here and attach co	
		Address change Name change		·	undation status was t	· -
		pe of organization: $oldsymbol{oldsymbol{arphi}}$ Section 501(c)(3) exempt private a 4947(a)(1) nonexempt charitable trust $oxedsymbol{\Box}$ Other taxable			on 507(b)(1)(A), chec	
		T T	Cash Accru	F If the found:	ation is in a 60-mont	h termination 🖂
of '	year (f	from Part II, col. (c), ▶\$ 6,466,015 Other (specify) (Part I, column (d) must			n 507(b)(1)(B), chec	
Pa	rt I	Analysis of Revenue and Expenses (The total	(a) Revenue and			(d) Disbursements
		of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received (attach				
	2	schedule) Check ▶ ☑ if the foundation is not required to attach				
	-	Sch. B				
	3	Interest on savings and temporary cash investments				
	4 5a	Dividends and interest from securities	213,747	213,747		
	Ба b	Net rental income or (loss)				
e	6a	Net gain or (loss) from sale of assets not on line 10	190,163			
en	b	Gross sales price for all assets on line 6a				
Reversie p		990,312 Capital gain net income (from Part IV, line 2)		190,163		
_	8	Net short-term capital gain		150,100		
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	ь	Less: Cost of goods sold				
	C	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	869			
	12	Total. Add lines 1 through 11	404,779	·		42.500
	13 14	Compensation of officers, directors, trustees, etc. Other employee salaries and wages	54,000	40,500		13,500
s	15	Pension plans, employee benefits				
)se	16a	Legal fees (attach schedule)				
ber	b	Accounting fees (attach schedule)	12,850	9,638		3,213
Ě	С	Other professional fees (attach schedule)	% 60,036	60,036		C
ĬĶ	17	Interest				
stra	18	Taxes (attach schedule) (see instructions)	12,993	4,190		C
Ē	19	Depreciation (attach schedule) and depletion				
Ę.	20	Occupancy				
<i>ב</i>	21	Travel, conferences, and meetings				
a a	22	Printing and publications	7,334	6,314		1,020
Operating and Administrative Expenses	24	Total operating and administrative expenses.	7,334	0,314		1,020
era	~ ~	Add lines 13 through 23	147,213	120,678		17,733
Ö	25	Contributions, gifts, grants paid	390,000			390,000
	26	Total expenses and disbursements. Add lines 24 and				
	27	25 Subtract line 26 from line 12:	537,213	120,678		407,733
	2/ a	Excess of revenue over expenses and				
		disbursements	-132,434			
	b c	Net investment income (if negative, enter -0-) Adjusted net income (if negative, enter -0-)		284,101		
	_ `	Adjusted not meetile (if negative, effet -0-)			l .	

orm 9	990-F	PF (2019)						Page 2
Part	Ш		ed schedules and amounts i be for end-of-year amount		Beginning of year (a) Book Value	(b)	End o Book Value	f year (c) Fair Market Value
1		Cash—non-interest-bearing	•		(a) Book value	(5)	BOOK Value	(C) Full FlatRec Value
2	2	Savings and temporary cas	sh investments		78,360		115,727	115,727
3	3	Accounts receivable						
		Less: allowance for doubtfu	ul accounts ►					
2	ı	Pledges receivable ▶						
	•	Less: allowance for doubtfu	 ful accounts ▶					
		Grants receivable						
		Receivables due from office						
`		disqualified persons (attacl		•				
٠,	,	Other notes and loans rece	* *	•				
1		Less: allowance for doubtfu						
ه ا م.	2	Inventories for sale or use	·					
4ssets		Prepaid expenses and defe						
S	, Da	Investments—U.S. and sta	-					
٠ ١٠		Investments—corporate st	-	,		ادهدا	4,195,493	5,159,388
	b	,	,			729	4,193,493	3,139,366
	C _	Investments—corporate bo	,					
1	1	Investments—land, buildin		<u> </u>	-			
		Less: accumulated depreci	•					
1		Investments—mortgage lo				an 1		
1		Investments—other (attacl	•		1,179,561	% J	1,267,770	1,190,900
1	4	Land, buildings, and equip						
		Less: accumulated depreci	,					
1	5	Other assets (describe > _						
1	6	Total assets (to be compl		:he				
		instructions. Also, see page	e 1, item I)		5,727,332		5,578,990	6,466,015
1	7	Accounts payable and accr	rued expenses					
1	8	Grants payable						
<u>S</u> 1	9	Deferred revenue						
<u></u>	0	Loans from officers, directo	ors, trustees, and other	r disqualified persons				
Liabilities 2	1	Mortgages and other notes	s payable (attach sched	lule)				
- 2	2	Other liabilities (describe	>)				
2	3	Total liabilities(add lines	17 through 22)		0		0	
<u></u>		Foundations that follow	FACD ACC OES choo	ls have $lacktrian$				
Fund Balances		and complete lines 24, 2	7 FASB ASC 956, clied 25, 29 and 30.	K liele 🕨 🗀				
	4	Net assets without donor r						
සි ₂		Net assets with donor resti						
힏	,				,			
큔		Foundations that do not		8, check here 🕨 🔽				
5		and complete lines 26 th	-					
Assets or		Capital stock, trust principa	•		5,727,332		5,578,990	
2 88		Paid-in or capital surplus, o		•	0		0	
		Retained earnings, accumu	·	,	0		0	
ع <u>ع</u>		Total net assets or fund	·	•	5,727,332		5,578,990	
_ 3	0	Total liabilities and net	assets/fund balances	s (see instructions) .	5,727,332		5,578,990	
Part		Analysis of Changes						
1		net assets or fund balance ar figure reported on prior		-Part II, column (a), li	ne 29 (must agree with		1	5 727 222
2	•	r amount from Part I, line 2				_ _	2	5,727,332 -132,434
		r increases not included in l				-	3	<u>-132,434</u> 56
		ines 1, 2, and 3					4	5,594,954
		eases not included in line 2				_	5	15,964
		net assets or fund balance				. [6	5,578,990
			,	, ,				orm QQ0-PF (2019)

Page **3**

• /	e the kind(s) of property sold (e.g., irehouse; or common stock, 200 shs	•	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SALES OF SECURITIES					
b CAPITAL GAINS DIVIDEN	IDS		Р		
c					
d					
e					
	(f)		(g)	(h)
(e) Gross sales price	Depreciation allowed		other basis		r (loss)
Gross sales price	(or allowable)	plus expe	ense of sale	(e) plus (f) minus (g)
a 94	2,505		800,149		142,35
b 4	7,807				47,80
c					
d					
e					
Complete only for assets	showing gain in column (h) and ow	ned by the foundation o	on 12/31/69	(I)
(i)	(j)		(k)		h) gain minus
F.M.V. as of 12/31/69	Adjusted basis		of col. (i)		less than -0-) or om col.(h))
	as of 12/31/69	over col.	(j), if any	Losses (III	. ,,
a					142,350
b					47,80
c					
d					
e		If gain, also enter in Pa			
	gain or (loss) as defined in sections : rt I, line 8, column (c) (see instructi	ons). If (loss), enter -0-	,	3	190,163
	Jnder Section 4940(e) for Re rivate foundations subject to the sec				
f section 4940(d)(2) applies, le					
	e section 4942 tax on the distributal ot qualify under section 4940(e). Do			? \ \ \ \ \ \ \	es 🔽 No
1 Enter the appropriate an	nount in each column for each year;	see instructions before	making any entrie	s.	
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitabl	e-use assets	(d) Distribution rati (col. (b) divided by c	
2018	286,644		6,476,184		0.044261
2017	338,819		6,435,981		0.052644
2016	236,200		6,009,284		0.039306
2015	368,491		6,381,794		0.057741
2014	163,689		6,531,474		0.025062
2 Total of line 1, column (d)		2		0.219014
3 Average distribution ratio	for the 5-year base period—divide	the total on line 2 by 5.			
	ndation has been in existence if less		3	-	0.043803
	ncharitable-use assets for 2019 from	•	<u>4</u>		6,197,720
5 Multiply line 4 by line 3	(10)		5		271,479
	ent income (1% of Part I, line 27b)		6		2,841
			7	-	274,320
. , -	ons from Part XII, line 4 ,			10/ 1- 1 7	407,733
If line 8 is equal to or gre instructions.	eater than line 7, check the box in Pa	art VI, line 1b, and com	piete that part usir	ng a 1% tax rate. Se	e the Part VI

Form	990-PF (20	019)							F	Page 6
Pa	rt VII-B	Statements Regar	ding	Activities for Which	Form 4720 May Be	Required (continued)				
5a	During the	e year did the foundation	рау о	r incur any amount to:					Yes	No
	(1) Carry	on propaganda, or other	wise a	ttempt to influence legisla	ation (section 4945(e))?	☐ Yes ☑	, No			
(2) Influence the outcome of any specif			specific	public election (see sect	ion 4955); or to carry	L les L	_ 140			
	on, di	rectly or indirectly, any v	oter re	gistration drive?		· · ☐ Yes 🗸	No			
	(3) Provid	le a grant to an individua	l for t	avel, study, or other simi	lar purposes?	☐ Yes ✓	No			
		-		her than a charitable, etc	· -					
		. , . ,		ctions		· · 🗌 Yes 🔽	No			
				eligious, charitable, scient			_			
			•	ention of cruelty to childr		∟ Yes ⊻	No			
b If any answer is "Yes" to 5a(1)–(5), did				=						
	-			ent notice regarding disast		_	_	5b		
С	-	· -		regarding disaster assista does the foundation claim						
		·		sponsibility for the grant?	•		,			
		·		y Regulations section 53.		· · L Yes L	J No			
6a		•		ive any funds, directly or		ms on				
0a			-				. 1			
b				premiums, directly or ind		I I Yes I▼	No	6b		No
		6b, file Form 8870.	, pu,	premianis, an estry or ma	meetiy, on a personal sen	ichic comunace. I I I I				
7a		•	as the	foundation a party to a p	rohibited tax shelter tran	saction?	Fl			
	-	- · · · · · · · · · · · · · · · · · · ·		roceeds or have any net		⊥ Yes 💌	⊔ No	7b		
8	•			.960 tax on payment(s) o						
	excess pa	rachute payment during	the ye	ar?		· · 🗌 Yes 🔽	No			
		Information About	Offic	ers. Directors. Trust	ees. Foundation Ma	nagers, Highly Paid E		vees		
Pa	rt VIII	and Contractors		,,	,	···· y -···, ···· y ···, · ···· -		,	,	
1	List all of	ficers, directors, truste	ees, fo	oundation managers an	d their compensation.	See instructions				
				(b) Title, and average	(c) Compensation (If	(d) Contributions to	(e)) Eyner	nse acc	ount
	(a) Na	ame and address		hours per week devoted to position	not paid, enter -0-)	employee benefit plans ar deferred compensation			llowan	
GILBE	RT A BARTLE		PRES	IDENT/DIRECTOR	18,000	deferred compensation				
	ICHMOND RO		3.75		10,000		1			Ŭ
	AMSBURG, V									
	PH W MONTG		TREA 3.75	SURER/DIRECTOR	18,000		0	0		0
	ICHMOND RO AMSBURG, V		3.73							
	IN GARRISON		SECE	RTARY/DIRECTOR	18,000		0			
	ICHMOND RO		3.75							
	AMSBURG, V		<u> </u>						NONE	71
	Compens	ation of five nignest-pa	aid en	iployees (other than tr	lose included on line 1	—see instructions). If no (d) Contributions to	one, e	nter	NONE	
(a)	Name and a	address of each employee	e paid	(b) Title, and average	(-) (employee benefit	(e)	Expen	se acco	ount,
• •	m	ore than \$50,000	•	hours per week devoted to position	(c) Compensation	plans and deferred	Ò	ther al	lowanc	es
NON						compensation				
NON										
- -	Loumbor o	f other employees paid o	ver ¢5	0.000	<u> </u>	<u> </u>				
I OT 2		. Jane chipipyces palu U	. C. YJ	0,0001 1 1 1 1 1			1			

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Part VIII Information About Officers, Directors, Trustee and Contractors (continued)	s, Foundation Managers, Highly Paid E	Employees,
3 Five highest-paid independent contractors for professional ser	vices (see instructions). If none, enter "NO	NE".
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0
Part IX-A Summary of Direct Charitable Activities		•
List the foundation's four largest direct charitable activities during the tax year. Include	relevant statistical information such as the number of	Expenses
organizations and other beneficiaries served, conferences convened, research papers pro 1 THE GLADYS AND FRANKLIN CLARK FOUNDATION MAKES GRANTS TO		
AND DOES NOT CARRY ON CHARITABLE ACTIVITIES DIRECTLY	QUALIFITING CHARTTABLE ORGANIZATIONS	0
2		
3		
4		
Port TV D. Cummany of Dyacona Deleted Tryactments (co		
Part IX-B Summary of Program-Related Investments (se Describe the two largest program-related investments made by the foundation durin	•	Amount
1	g the tax year on lines I and 2.	Amount
•		1
		1
2		
All other program-related investments. See instructions.		
3		
		4
Total. Add lines 1 through 3		,
Total / Marines I till a till		Form 990-PF (2019)
		101111 330-FF (2019)

2a |

2b

2.841

2c

3

4

5

6

7

1a

1b

2

3a 3b

4

5

2.841

307.045

307.045

307.045

407,733

407.733

2.841

404.892

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Tax on investment income for 2019 from Part VI, line 5.

Distributable amount before adjustments. Subtract line 2c from line 1.

Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . .

Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.

Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

income. Enter 1% of Part I, line 27b. See instructions.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for

Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

Income tax for 2019. (This does not include the tax from Part VI.). . .

Qualifying Distributions (see instructions)

Amounts set aside for specific charitable projects that satisfy the:

the section 4940(e) reduction of tax in those years.

2a

3

4 5

6

1

2

3

4

5

b

Part XII

b Total for prior years:

b From 2015. . . . c From 2016. . **d** From 2017. . . .

e From 2018.

f Total of lines 3a through e.

d Applied to 2019 distributable amount. e Remaining amount distributed out of corpus

same amount must be shown in column (a).)

5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the

a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 **b** Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. **d** Subtract line 6c from line 6b. Taxable amount —see instructions e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) 8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .

6 Enter the net total of each column as

9 Excess distributions carryover to 2020.

10 Analysis of line 9:

a Excess from 2015. **b** Excess from 2016. .

c Excess from 2017. . . d Excess from 2018. . e Excess from 2019. .

Subtract lines 7 and 8 from line 6a

indicated below:

4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ a Applied to 2018, but not more than line 2a **b** Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions).

Excess distributions carryover a From 2014.

307,045

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P	art XIII	Undistributed Income (see instruc	ctions)	
,			(a) Corpus	(b) Years prior to 2018
1	Distributab	le amount for 2019 from Part XI, line 7	·	·
2	Undistribut	ed income, if any, as of the end of 2019:		
а	Enter amo	unt for 2018 only		

fany, as of the end of 2019:	
only	
20	
ryover, if any, to 2019:	

55,077

22.984

78.061

100.688

178,749

178,749

55.077

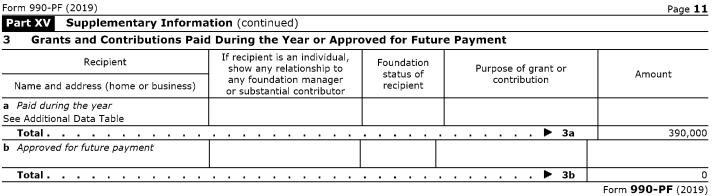
22.984

100.688

(c)

2018

- - **b** The form in which applications should be submitted and information and materials they should include:
 - c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:



nter gross amounts unless otherwise indi	icated.	business income	Excluded by section		(e) Related or exempt
. Program service revenue:	(a) Business cod	(b) e Amount	(c) Exclusion code	(d) Amount	function income (See instructions.)
a b					
с					
d					
e					
f					
g Fees and contracts from government	t agencies				
Membership dues and assessments.					
Interest on savings and temporary cas investments					
Dividends and interest from securities.			14	213,747	
Net rental income or (loss) from real e	estate:				
a Debt-financed property					
b Not debt-financed property					
Net rental income or (loss) from perso Other investment income.			14	869	
Gain or (loss) from sales of assets other			14	809	
inventory			18	190,163	
Net income or (loss) from special even	nts:		10	130,103	
Gross profit or (loss) from sales of inv					
Other revenue: a					
b					
с					
d					
e					
	e)	0		404,779	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions	and (e)	0	13	404,779 3	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions art XVI-B Relationship of Act	and (e)	shment of Exem	pt Purposes	3	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions TIT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	404,779
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions art XVI-B Relationship of Act Explain below how each action accomplishment of the first accomplishment o	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions TIT XVI-B Relationship of Act Explain below how each actithe accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each actification accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each acti the accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each acti the accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
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Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each actification accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each actifications the accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions TIT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions IT XVI-B Relationship of Act Explain below how each active accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
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Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each actification accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions Tt XVI-B Relationship of Act Explain below how each actifications the accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	
Subtotal. Add columns (b), (d), and (e Total. Add line 12, columns (b), (d), a (See worksheet in line 13 instructions art XVI-B Relationship of Act Explain below how each actithe accomplishment of the form	and (e)	shment of Exem	pt Purposes f Part XVI-A contribu	ted importantly to	

Form 990-P	F (2019)						Pa	ge 13
Part XV	Information Re Exempt Organi		fers To and Transact	ions and	Relationships With Nonchari	table		
			any of the following with a in section 527, relating to		rganization described in section 501 janizations?		Yes	No
a Transfer	rs from the reporting foun	dation to a noncha	aritable exempt organization	on of:				
(1) Ca:	sh					1a(1)		No
(2) Oth	ner assets					1a(2)		No
b Other tr	ansactions:							
(1) Sal	les of assets to a nonchari	itable exempt orga	anization			1b(1)		No
(2) Pur	rchases of assets from a r	oncharitable exem	npt organization			1b(2)		No
(3) Re	ntal of facilities, equipmer	nt, or other assets.				1b(3)		No
(4) Rei	imbursement arrangemen	ts				1b(4)		No
(5) Loa	ans or loan guarantees.					1b(5)		No
(6) Perf	formance of services or m	embership or fund	lraising solicitations.			1b(6)		No
c Sharing	of facilities, equipment, n	nailing lists, other	assets, or paid employees			1c		No
(a) Line No.	(b) Amount involved		aritable exempt organization		ther assets, or services received. scription of transfers, transactions, and sha	ring arrar	ngemen	ts
describe	ed in section 501(c) (other	r than section 501	or, or related to, one or more (c)(3)) or in section 527?			Z No		
יום res,	complete the following some (a) Name of organization		(b) Type of organization	ation	(c) Description of relation	onship		

(a) Name of organization	(b) Type of organization	(c) Description of relationship
Under penalties of perium. I declare that I ha	we avancined this return including acc	some parting askedulas and statements, and to the best

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of

which preparer has any knowledge. Sign Here Signature of officer or trustee Print/Type preparer's name Preparer's Signature

2020-11-13

Title

May the IRS discuss this return with the preparer shown

Pa Pr Use

JENNIFER N FRENCH

Date

Date

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2020-11-13

Check if self-

WILLIAMSBURG, VA 23185

employed \blacktriangleright

PTIN

P00659678

Firm's EIN ▶54-0737372

Phone no. (757) 229-7180

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Foundation Purpose of grant or Amount contribution show any relationship to status of any foundation manager recipient Name and address (home or business) or substantial contributor a Paid during the year COLONIAL WILLIAMSBURG NONE PUBLIC. **ENCOURAGES AUDIENCES TO** 60,000 FOUNDATION LEARN FROM THE PAST PO BOX 1776 THROUGH PRESERVATION OF WILLIAMSBURG, VA 23187 18TH-CENTURY WILLIAMSBURG

JAMESTOWN YORKTOWN FOUNDATION INC PO BOX 1607 WILLIAMSBURG, VA 23187	NONE	PUBLIC	OPERATES JAMESTOWN SETTLEMENT & YORKTOWN VICTORY CENTER DEPICTING EARLY U.S. HISTORY & DEVELOPMENT	20,000
MARSHALL WYTHE SCHOOL OF LAW FOUNDATION 613 S HENRY STREET	NONE	PUBLIC	ENSURES THE LONG TERM ADVANCEMENT OF THE WILLIAM & MARY LAW SCHOOL THROUGH	50,000

		DEVELOPMENT	
MARSHALL WYTHE SCHOOL OF LAW FOUNDATION 613 S HENRY STREET WILLIAMSBURG, VA 23185	NONE	ENSURES THE LONG TERM ADVANCEMENT OF THE WILLIAM & MARY LAW SCHOOL THROUGH THE DEVELOPMENT OF GIFTS	50,00

▶ 3a

390,000

Total .

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Foundation Purpose of grant or Amount contribution show any relationship to status of any foundation manager recipient Name and address (home or business) or substantial contributor a Paid during the year MUSCARELLE MUSEUM OF ART NONE PUBLIC PROVIDES A DYNAMIC 100,000 FOUNDATION ENVIRONMENT FOR EXPLORING

DREAM CATCHERS	NONE	DUBLIC	DROVIDES FOLITME ASSISTED	
WILLIAMSBURG REGIONAL LIBRARY FOUNDATION 7770 CROAKER ROAD WILLIAMSBURG, VA 23188	NONE	PUBLIC	SUPPORTS WILLIAMSBURG REGIONAL LIBRARY, SECURING FUTURE LEARNING AND LITERACY IN THE COMMUNITY	
PO BOX 8795 WILLIAMSBURG, VA 23187			ART AT ALL LEVELS OF EXPERIENCE AND INTEREST	

FOUNDATION 7770 CROAKER ROAD WILLIAMSBURG, VA 23188	NONE	PORTIC	REGIONAL LIBRARY, SECURING FUTURE LEARNING AND LITERACY IN THE COMMUNITY	
DREAM CATCHERS 10120 FIRE TOWER ROAD TOANO, VA 23168	NONE	PUBLIC	PROVIDES EQUINE ASSISTED ACTIVITIES AND THERAPIES FOR INDIVIDUALS WITH PHYSICAL, EMOTIONAL AND	

7770 CROAKER ROAD WILLIAMSBURG, VA 23188			FUTURE LEARNING AND LITERACY IN THE COMMUNITY	
DREAM CATCHERS 10120 FIRE TOWER ROAD TOANO, VA 23168	NONE	PUBLIC	PROVIDES EQUINE ASSISTED ACTIVITIES AND THERAPIES FOR INDIVIDUALS WITH	60,0

7770 CROAKER ROAD WILLIAMSBURG, VA 23188			FUTURE LEARNING AND LITERACY IN THE COMMUNITY	
DREAM CATCHERS 10120 FIRE TOWER ROAD TOANO, VA 23168	NONE	PUBLIC	PROVIDES EQUINE ASSISTED ACTIVITIES AND THERAPIES FOR INDIVIDUALS WITH	60,000

50,000

390,000

'				
DREAM CATCHERS 10120 FIRE TOWER ROAD TOANO, VA 23168	NONE	PUBLIC	PROVIDES EQUINE ASSISTED ACTIVITIES AND THERAPIES FOR INDIVIDUALS WITH PHYSICAL, EMOTIONAL AND DEVELOPMENTAL NEEDS	60,000

10120 FIRE TOWER ROAD TOANO, VA 23168			ACTIVITIES AND THERAPIES FOR INDIVIDUALS WITH PHYSICAL, EMOTIONAL AND DEVELOPMENTAL NEEDS	
--	--	--	--	--

TOANO, VA 23168		FOR INDIVIDUALS WITH	
		PHYSICAL, EMOTIONAL AND	
		DEVELOPMENTAL NEEDS	

Total .

Recipient If recipient is an individual, show any relationship to status of any foundation manager or substantial contributor

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

a Paid during the year				
HOSPICE HOUSE & SUPPORT CARE OF WILLIAMSBURG 4445 POWHATAN PARKWAY WILLIAMSBURG, VA 23188	NONE	PUBLIC	SUPPORTS LAY AND PROFESSIONAL VOLUNTEERS IN THE MISSION OF CARING FOR PEOPLE AT THE END OF LIFE, COMFORTING THE BEREAVED,	50,000

Total	 	▶ 3a	390,000
WILLIAMSBURG, VA 23188		PEOPLE AT THE END OF LIFE, COMFORTING THE BEREAVED, AND EMPOWERING OTHERS TO DO THE SAME.	

efile GRAPHIC print - DO NOT F	ROCESS As Filed D	ata -	DLN: 93491321003370			
TY 2019 Accounting Fo	ees Schedule					
Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION EIN: 54-1640751						
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
ACCOUNTING	12,850	9,638		3,213		

TY 2019 General Explanation Attachment

Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION

EIN: 54-1640751

General E	xpianation	Attachment	
Identifier	Return Reference	Explanation	
1		FORM 990 PF, AMENDED RETURN EXPLANATION	THE GLADY'S AND FRANKLIN CLARK FOUNDATION RECEIVED A 2019 FORM 1099-DIV FROM CORBIN MULTI-STRATEGY CLASS FUND AFTER THE ORIGINAL 2019 FORM 990-PF WAS FILED. THE 1099-DIV REPORTED DIVIDEND REINVESTMENTS.A SIMILAR INVESTMENT, AGILITY INCOME CLASS I FUND, DID NOT RECEIVE A FORM 1099-DIV, BUT ALSO HAD DIVIDEND REINVESTMENTS. THIS RETURN IS BEING AMENDED TO ADD THE FOLLOWING AMOUNT OF DIVIDEND INCOME-CORBIN MULTII-STRATEGY CLASS FUND - \$57,938-AGILITY INCOME CLASS I FUND - \$12,644-TOTAL ADDITIONAL DIVIDEND INCOME \$70,582-TOTAL ADDITIONAL ASSET VALUE (BAL SHEET) \$70,582BEGINNING BALANCE SHEET WAS CHANGED TO REFLECT CORRECTED FIGURES ON 2018 AMENDED RETURN

TY 2019 Investments Corporate Stock Schedule

Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION

EIN: 54-1640751

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EATON VANCE EMERGING MKT LOCAL INCOME FUND	146,454	128,400
PIMCO PAC INVT MGMT SER EMERGING MKTS BOND FUND	122,810	120,203
TEMPLETON DEVELOPING MKTS TR	328,844	317,681
VICTORY PORTFOLIOS EMERGING MKT FUND	264,307	294,547
AAON INC	8,236	12,155
ADVANCED ENERGY INDUSTRIES INC	1,221	3,346
ALBANY INTERNATIONAL CORP	3,952	6,074
ALTRA INDUSTRIAL MOTION CORP	3,980	4,526
AMERICAN EQUITY INVESTMENT LIFE HOLDING	2,735	3,592
ANSYS INC	4,012	9,782
ASPEN TECHNOLOGY INC	7,325	13,060
AUTO TRADER GROUP PLC ADR	13,070	20,610
AUTOHOME INC	7,447	18,242
AVALARA INC	5,376	7,545
BLACKLINE INC	8,794	9,384
CABOT CORP	5,060	4,990
CABOT MICROELECTRONICS CORP	2,341	8,659
CADENCE BANCORP	5,157	3,445
CASELLA WASTE SYSTEMS INC	3,191	5,938
CATALENT INC	3,408	8,107
CHEFS WAREHOUSE INC	3,599	9,604
COHERENT INC	3,264	4,325
CORE LABORATORIES INC	4,057	2,147
CORPORATE OFFICE PPTYS	5,545	5,641
DARLING INGREDIENTS INC	4,867	7,525
DMC GLOBAL INC	3,410	2,202
DOCUSIGN INC	8,796	15,860
EATON VANCE CORP	1,513	2,661
EMERGENT BIOSOLUTIONS	3,717	4,370
ENERSYS INC	2,604	5,837

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENTEGRIS INC	1,912	7,363
ENTERPRISE FINANCIAL SERVICE	4,291	4,435
FACTSET RESEARCH SYSTEMS INC	5,136	7,781
FIRST MERCHANTS CORP	5,196	5,947
FIRSTCASH INC	3,520	7,337
FLIR SYSTEMS INC.	2,993	4,999
FORMFACTOR INC	3,420	6,415
FOX FACTORY HOLDING CORP	7,413	18,019
FRANKLIN ELECTRIC INC	3,263	6,706
GATX CORP	3,237	5,302
GOOSEHEAD INSURANCE INC	2,826	2,671
GROCERY OUTLET HOLDING	6,845	6,717
HEARTLAND FINANCIAL USA INC	4,056	3,631
HEICO CORP NEW	3,802	9,043
HEXCEL CORP	4,712	9,017
HORACE MANN EDUCATORS	2,234	3,275
HOULILHAN LOKEY INC CL A	3,915	4,203
INTERACTIVE BROKERS GROUP	8,198	10,350
LITTELFUSE INC	1,654	5,739
MANTECH INTERNATIONAL CORP	2,378	6,390
MERKETAXESS HOLDINGS INC	6,539	12,511
MATADOR RESOURCES CO	3,151	3,450
MERITAGE HOMES CORP	2,934	3,911
MOLINA HEALTHCARE INC	1,838	4,613
MONOLITHIC POWER SYSTEMS INC	2,328	7,477
MOOG INC	1,458	3,755
MORNINGSTAR INC	5,889	11,046
MYRIAD GENETICS INC	5,421	5,092
NVE CORP	2,394	1,999
OIL STATES INTERNATIONAL INC	3,528	1,990

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OLD DOMINION FREIGHT LINE INC	7,543	15,752
OLLIE'S BARGAIN OUTLET HOLDINGS INC	8,816	11,886
OPORTUN FINANCIAL CORP	2,358	3,713
PAYCOM SOFTWARE INC	7,738	19,327
PEBBLEBROOK HOTEL TR	5,048	3,324
PRICESMART INC	4,169	3,338
RAYMOND JAMES FINANCIAL	1,586	4,831
RBC BEARINGS INC	6,666	11,400
REINSURANCE GROUP OF AMERICA	1,882	6,685
RIGHTMOVE PLC ADR	12,503	17,485
SANMINA CORP	4,691	5,615
SCOTTS MIRACLE GRO	2,819	5,521
SOUTH STATE CORP	3,939	5,032
STAG INDUSTRIAL INC	5,349	5,619
STEELCASE INC	6,474	7,713
STIFEL FINANCIAL CORP	2,314	3,578
TELEDYNE TECHNOLOGIES INC	1,262	10,743
TIMKEN COMPANY	4,341	5,913
TRIUMPH GROUP INC	3,413	4,195
TRUSTMARK CORP	3,186	4,072
U S PHYSICAL THERAPY INC	1,943	3,545
UNITED BANKSHARES INC	3,478	4,291
UNITED FIRE GROUP INC	2,080	3,411
WELBILT INC	4,012	2,779
WOLVERINE WORLD WIDE INC	4,345	4,555
BLAIR WILLIAM INTERNATIONAL GROWTH FUND	179,025	268,455
COHEN & STEERS REALTY SHARES INC.	120,186	129,604
DODGE & COX INCOME FUND	550,551	561,061
DODGE & COX INTL STK FUND	207,053	267,959
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND	145,875	139,484

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN TR II CORE BOND FUND	531,136	555,091
PRINCIPAL INVST FUNDS HIGH YIELD FD	124,295	118,309
T ROWE PRICE MID CAP GROWTH FUND	158,215	228,564
TOUCHSTONE VID CAP VALUE FUND	205,447	234,888
ABBOTT LABORATORIES	3,575	8,860
ABBVIE INC	8,178	10,802
AIR PRODUCTS & CHEMICALS INC	2,425	6,580
ALPHABET INC NON VOTING CAP STOCK	16,900	26,740
ALTRIA GROUP INC.	4,032	9,084
AMAZON.COM INC	22,577	24,022
AMERICAN EXPRESS COMPANY	7,139	10,208
ANHEUSER BUSCH INBEV SA	4,849	3,610
APPLE INC.	9,823	42,286
ASML HOLDING NV	3,837	11,542
AUTOMATIC DATA PROCESSING	784	3,580
BLACKROCK INC	8,323	16,086
BROADRIDGE FINANCIAL SOLUTIONS	5,384	5,435
CANADIAN PACIFIC RAILWAY LTD	3,290	6,629
CHEVRON CORPORATION	9,722	14,340
CHUBB LTD	8,785	12,608
COCA-COLA COMPANY	8,727	15,498
COMCAST CORP	13,619	16,864
CONOCOPHILLIPS	3,616	5,723
DISNEY WALT CO	9,614	14,174
EXXON MOBIL CORP	15,398	15,561
FACEBOOK INC	20,452	34,072
INTERCONTINENTAL EXCHANGE INC	3,411	6,571
INTUITIVE SURGICAL INC	10,241	17,143
JP MORGAN CHASE & CO	8,064	22,025
LAUDER ESTEE COS INC.	1,051	9,914

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LINDE PLC	7,846	10,219
MASTERCARD INC	9,405	12,839
MCDONALDS CORP	3,886	11,066
MICROSOFT CORP	16,146	40,371
NESTLE S A REG	6,746	12,666
NIKE INC	4,844	8,713
NOVO NORDISK	3,274	10,303
PEPSICO INCORPORATED	3,612	9,567
PHILIP MORRIS INTERNATIONAL INC.	9,195	15,742
PROGRESSIVE CORP OHIO	5,910	5,646
ROCHE HOLDINGS LTD	7,195	10,572
S&P GLOBAL INC	10,508	13,925
SHERWIN WILLIAMS CO	5,936	7,586
TEXAS INSTRUMENTS INC	8,444	18,089
UNION PACIFIC CORP	7,472	12,113
UNITED TECHNOLOGIES CORP	6,923	13,029
UNITEDHEALTH GROUP INC	13,978	20,579
VERISK ANALYTICS INC	3,955	6,123
VISA INC	8,422	18,414
ADIENT PLC	2,283	2,699
ALIBABA GROUP HOLDING ADR	21,560	25,028
ALPHABET INC VOTING CAP STOCK	6,313	20,091
ALPHABET INC NON VOTING CAP STOCK	8,344	24,066
AMAZON.COM INC	10,526	36,957
AMERICAN EXPRESS COMPANY	12,778	28,633
APACHE CORP	32,190	17,120
APPLIED MATERIALS INC	27,030	41,446
BANK NEW YORK MELLON CORP	20,199	30,601
BERKSHIRE HATHAWAY INC.	21,917	44,621
CAPITAL ONE FINANCIAL CORP	34,119	40,752

Name of Stock

NEW ORIENTAL EDUCATION SP ADR

CHUBB LTD

ENCANA CORP

FACEBOOK INC

JPMORGAN CHASE & CO

LOEWS CORPORATION

QUEST DIAGNOSTICS INC

TEXAS INSTRUMENTS INC

WELLS FARGO COMPANY

UNITED TECHNOLOGIES CORP

MICROSOFT CORP

ORACLE CORP

US BANCORP

INTEL CORP

Investments Corporation Stock Schedule

End of Year Book

Value

6,871

13,270

23,908

13,697

19,329

3,760

3,447

20,661

3,001

12,799

11,414

29,266

11,754

28,233

End of Year Fair

Market Value

9,495

6,027

33,251

17,357

39,171

5,196

9,620

31,404

4,980

15,591

20,783

39,536

13,518

44,546

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TY 2019 Investments - Other S	Schedule	

567,355

636,524

Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION

EIN: 54-1640751

GAI CORBIN MULTI STRATEGY FUND

Investments Other Schedule 2				
Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value	
ABBEY CAPITAL MULTI-MANAGER FUND LTD	AT COST	216,924	217,662	
GAI AGILITY INCOME FUND	AT COST	414,322	405,883	

AT COST

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TY 2019 Other Decreases Schedule				
Name:	THE GLADYS A	AND FRANKLIN CLARK FOUND	ATION	
EIN:	54-1640751			
De	escription		Amount	
BROKER ADJUSTMENT TO COST			15,964	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN	: 93491321003370
TY 2019 Other Expenses Sche	dule			
Name:	THE GLADYS AN	ND FRANKLIN CLA	ARK FOUNDATIO	N
EIN: 54-1640751				
Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,289	644		645
ABBEY CAPITAL K-1	5,295	5,295		0

DUES AND SUBSCRIPTIONS

As Filed Data -

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Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION

EIN:	54-1640751
	31 10 10 / 31

Other Income Schedule

Revenue And

Net Investment

Adjusted Net Income

DLN: 93491321003370

Expenses Per Books

869

Income

869

869

ABBEY CAPITAL MULTI-MANAGER FUND LTD

Description		Amount			
EIN:	54-1640751				
Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION					
TY 2019 Other Increases Schedule					
efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN: 93491321003370		

UNREALIZED GAIN ON ABBEY CAPITAL MULTI MANAGER FUND

efile GRAPHIC print - DO NOT PROCE	SS As Filed Data	-	DLN	N: 93491321003370	
TY 2019 Other Professional Fees Schedule					
Name: THE GLADYS AND FRANKLIN CLARK FOUNDATION					
EIN: 54-1640751					
r			<u> </u>	1	
Category	Amount	Net Investment	Adjusted Net	Disbursements	

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
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60,036

60,036

MENTOR INVESTMENT ADVISORY FEES

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TY 2019 Taxes Schedule						
Name	THE GLADYS	S AND FRANKLIN C	LARK FOUNDATION	ON		
			LAKK TOOKDANII	OIV		
EIN	: 54-1640751					
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
FOREIGN TAXES PAID	4,190	4,190		0		
2018 EXCISE TAX PAYMENT	8,803	0		0		