Form 990-PF Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

Note: *The foundation may be able to use a copy of this return to satisfy state reporting requirements.*

OMB No. 1545-0052

2007

For calendar year 2007, or tax year beginning , 2007, and ending

G Check all that apply: [ ] Initial return [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: THE CLINTON FAMILY FOUNDATION

A Employer identification number: 30-0048438

Number and street (or P.O. box number if mail is not delivered to street address): POST OFFICE BOX 937

Room/suite:

B Telephone number (see page 10 of the instructions): EXT 8297 (212) 918-3000

City or town, state, and ZIP code: CHAPPAQUA, NY 10514

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,648,117.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ____________
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	3,019,000.			
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	128,379.	128,379.		STMT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	3,147,379.	128,379.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	NONE			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) * *	1,663.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,663.			
	25 Contributions, gifts, grants paid	2,879,000.			2,879,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,880,663.			2,879,000.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	266,716.			
	b **Net investment income** (if negative, enter -0-)		128,379.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. * * STMT 2

Form **990-PF** (2007)

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,381,401.	4,648,117.	4,648,117.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,381,401.	4,648,117.	4,648,117.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,381,401.	4,648,117.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	4,381,401.	4,648,117.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,381,401.	4,648,117.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,381,401.
2 Enter amount from Part I, line 27a	2	266,716.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,648,117.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,648,117.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the 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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2006	1,273,782.	3,452,890.	0.368903
2005	549,000.	2,445,939.	0.224454
2004	221,100.	901,128.	0.245359
2003	312,962.	503,174.	0.621976
2002	169,868.	759,950.	0.223525

2	**Total** of line 1, column (d)	2	1.684217
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.336843
4	Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	3,857,324.
5	Multiply line 4 by line 3	5	1,299,313.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,284.
7	Add lines 5 and 6	7	1,300,597.
8	Enter qualifying distributions from Part XII, line 4	8	2,879,000.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling letter: _________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,284.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,284.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,284.
6	Credits/Payments:		
a	2007 estimated tax payments and 2006 overpayment credited to 2007 — 6a: 1,120.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,448.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	2,568.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,284.
11	Enter the amount of line 10 to be: **Credited to 2008 estimated tax** ▶ 1,284. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* SEE STATEMENT 3	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11a	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 page 20 of the instructions)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	11b	N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HOWARD M. TOPAZ Telephone no. ▶ 212-918-3000

Located at ▶ C/O HOGAN & HARTSON LLP, 875 THIRD AVE. NEW YORK, NY ZIP + 4 ▶ 10022

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-F in lieu of **Form 1041** - Check here . . . N/A ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

					Yes	No
1a	During the year did the foundation (either directly or indirectly):					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?			1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)			2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2007 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.)*			3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?			4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	[ ] Yes [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	[X] Yes [ ] No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	[ ] Yes [X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 4	[X] Yes [ ] No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If you answered "Yes" to 6b, also file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 23 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	3,916,065.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,916,065.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,916,065.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	58,741.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,857,324.
6	**Minimum investment return.** Enter 5% of line 5	6	192,866.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	192,866.
2a	Tax on investment income for 2007 from Part VI, line 5	2a	1,284.		
b	Income tax for 2007. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,284.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	191,582.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	191,582.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	191,582.

Part XII Qualifying Distributions (see page 26 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,879,000.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,879,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,284.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,877,716.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7					191,582.
2 Undistributed income, if any, as of the end of 2006:					
a Enter amount for 2006 only					
b Total for prior years: ____, ____, ____					
3 Excess distributions carryover, if any, to 2007:					
a From 2002	129,111.				
b From 2003	287,879.				
c From 2004	176,207.				
d From 2005	427,527.				
e From 2006	1,103,373.				
f **Total** of lines 3a through e		2,124,097.			
4 Qualifying distributions for 2007 from Part XII, line 4: ▶ $ 2,879,000.					
a Applied to 2006, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 27 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 27 of the instructions)					
d Applied to 2007 distributable amount					191,582.
e Remaining amount distributed out of corpus		2,687,418.			
5 Excess distributions carryover applied to 2007 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		4,811,515.			
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 page 27 of the instructions					
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions					
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)		129,111.			
9 **Excess distributions carryover to 2008.** Subtract lines 7 and 8 from line 6a		4,682,404.			
10 Analysis of line 9:					
a Excess from 2003	287,879.				
b Excess from 2004	176,207.				
c Excess from 2005	427,527.				
d Excess from 2006	1,103,373.				
e Excess from 2007	2,687,418.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the 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).)

SEE STATEMENT 6

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.

N/A

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 7				
Total . . . . ▶ **3a**				2,879,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	128,379.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				128,379.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 128,379.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge.

William J. [signature] — Signature of officer or trustee | Date: 11/12/08 | Title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature: [signature]	Date: 11/11/08	Check if self-employed ☐
Preparer's SSN or PTIN (See Signature on page 30 of the instructions.)	P00295401	
Firm's name (or yours if self-employed), address, and ZIP code	HOGAN & HARTSON L.L.P. 875 THIRD AVENUE NEW YORK, NY 10022	EIN ▶ 53-0084704 Phone no. 212 918-3000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2007

Name of organization

THE CLINTON FAMILY FOUNDATION

Employer identification number

30-0048438

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule. (Note:** *Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule - see instructions.)*

General Rule -

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules -

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of $5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year.) . . . . ▶ $ ________

Caution: *Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they* ***must*** *check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).*

XR 44 200712 670 1341 K 29404-236-65661-8 A0133347 211
200837 055509 10514 IRS USE ONLY 300048438 TE 3

Department of the Treasury
Internal Revenue Service
OGDEN, UT 84201-0074

For assistance, call:
1-877-829-5500

Notice Number: CP211A
Date: September 22, 2008

Taxpayer Identification Number:
30-0048438
Tax Form: 990PF
Tax Period: December 31, 2007

040826.538663.0138.003 1 AB 0.351 530

CLINTON FAMILY FOUNDATION
% JAMES T FULLER
PO BOX 937
CHAPPAQUA NY 10514-0937370

040826

APPLICATION FOR EXTENSION OF TIME TO FILE AN EXEMPT ORGANIZATION RETURN - APPROVED

We have received your Form 8868, Application for Extension of Time to File an Exempt Organization Return, for the return (form) and tax period identified above.

We have approved your request and have extended the due date to file your return to November 15, 2008.

Please attach a copy of this letter to your return when you file it. It is evidence that we granted an extension of time to file your return. A copy is provided for your records.

If you have any questions, please call us at the number shown above, or you may write us at the address shown at the top left of this letter.

Reminder - You May Be Required to File Electronically

Exempt organizations may be required to file certain returns electronically. For tax years ending on or after December 31, 2006, the electronic filing requirement applies to exempt organizations with $10 million or more in total assets if the organization files at least 250 returns in a calendar year, including income, excise, employment tax and information returns. Private foundations and charitable trusts will be required to file Forms 990-PF electronically regardless of their asset size, if they file at least 250 returns annually. For more information, go to www.irs.gov . Click "Charities and Non-Profits" and look for the "e-file for Charities and Non-Profits" tab.

For tax forms, instructions and information visit **www.irs.gov**. (Access to this site will not provide you with your specific taxpayer account information.)

XR 44 200712 670 1341 K 29404-152-53658-8 A0197831 211A
200826 079480 10514 IRS USE ONLY 300048438 TE 3

Department of the Treasury
Internal Revenue Service
OGDEN, UT 84201-0074

For assistance, call:
1-877-829-5500

Notice Number: CP211A
Date: July 7, 2008

Taxpayer Identification Number:
30-0048438
Tax Form: 990PF
Tax Period: December 31, 2007

039776.513643.0119.003 1 AT 0.346 530

CLINTON FAMILY FOUNDATION
% JAMES T FULLER
PO BOX 937
CHAPPAQUA NY 10514-0937370

039776

APPLICATION FOR EXTENSION OF TIME TO FILE AN EXEMPT ORGANIZATION RETURN - APPROVED

We have received your Form 8868, Application for Extension of Time to File an Exempt Organization Return, for the return (form) and tax period identified above.

We have approved your request and have extended the due date to file your return to August 15, 2008.

Please attach a copy of this letter to your return when you file it. It is evidence that we granted an extension of time to file your return. A copy is provided for your records.

If you have any questions, please call us at the number shown above, or you may write us at the address shown at the top left of this letter.

Reminder - You May Be Required to File Electronically

Exempt organizations may be required to file certain returns electronically. For tax years ending on or after December 31, 2006, the electronic filing requirement applies to exempt organizations with $10 million or more in total assets if the organization files at least 250 returns in a calendar year, including income, excise, employment tax and information returns. Private foundations and charitable trusts will be required to file Forms 990-PF electronically regardless of their asset size, if they file at least 250 returns annually. For more information, go to www.irs.gov . Click "Charities and Non-Profits" and look for the "e-file for Charities and Non-Profits" tab.

For tax forms, instructions and information visit **www.irs.gov**. (Access to this site will not provide you with your specific taxpayer account information.)

Form **8868**
(Rev. April 2008)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization THE CLINTON FAMILY FOUNDATION	Employer identification number 30-0048438
	Number, street, and room or suite no. If a P.O. box, see instructions. POST OFFICE BOX 937	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHAPPAQUA, NY 10514	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ HOWARD M. TOPAZ

Telephone No. ▶ 212 918-3000 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 ,2008 ,to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2007 or
▶ [ ] tax year beginning ______ , ______ , and ending ______ , ______ .

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	**$** 2,568.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	**$** 1,120.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	**$** 1,448.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev. 4-2008)

JSA
7F8054 2.000

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. You must file original and one copy.

Type or print		
File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE CLINTON FAMILY FOUNDATION	Employer identification number 30-0048438
	Number, street, and room or suite no. If a P.O. box, see instructions. POST OFFICE BOX 937	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHAPPAQUA, NY 10514	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ HOWARD M. TOPAZ

Telephone No. ▶ 212 918-3000 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box . . . ▶ [ ]. If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15/2008.

5 For calendar year 2007, or other tax year beginning ______ and ending ______.

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension TO ACCUMULATE ADDITIONAL INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 2,568.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 2,568.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ [signature] Title ▶ [signature] Date ▶ [illegible]

HOGAN & HARTSON L.L.P.
875 THIRD AVENUE
NEW YORK, NY 10022

Name of organization THE CLINTON FAMILY FOUNDATION

Employer identification number 30-0048438

Part I **Contributors** (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WILLIAM J. & HILLARY R. CLINTON POST OFFICE BOX 937 CHAPPAQUA, NY 10514	$ 3,019,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE CLINTON FAMILY FOUNDATION	30-0048438

Part II Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CITIBANK, N.A.		662.	662.
CITIBANK		127,717.	127,717.
	TOTAL	128,379.	128,379.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL		1,413.
NY		250.
	TOTALS	1,663.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
WILLIAM J. & HILLARY R. CLINTON POST OFFICE BOX 937 CHAPPAQUA, NY 10514		3,019,000.
TOTAL CONTRIBUTION AMOUNTS		3,019,000.

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME:	RON BROWN SCHOLAR FUND (FKA CAP CHAR FD)
GRANTEE'S ADDRESS:	1160 PEPSI PLACE, SUITE 206
CITY, STATE & ZIP:	CHARLOTTESVILLE, VA 22901
GRANT DATE:	11/15/2007
GRANT AMOUNT:	10,000.
GRANT PURPOSE:	MAKE COLLEGE SCHOLARSHIP GRANTS

AMOUNT EXPENDED:	10,000.
ANY DIVERSION?	NO
DATES OF REPORTS:	11/12/2008
VERIFICATION DATE:	

RESULTS OF VERIFICATION:

THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABLITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.

STATEMENT 4

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM JEFFERSON CLINTON POST OFFICE BOX 937 CHAPPAQUA, NY 10514	PRESIDENT NONE	NONE	NONE	NONE
HILLARY RODHAM CLINTON POST OFFICE BOX 937 CHAPPAQUA, NY 10514	SECRETARY/TREASURER NONE	NONE	NONE	NONE
CHELSEA V. CLINTON POST OFFICE BOX 937 CHAPPAQUA, NY 10514	DIRECTOR NONE	NONE	NONE	NONE
	GRAND TOTALS	NONE	NONE	NONE

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS
==

WILLIAM JEFFERSON CLINTON
HILLARY RODHAM CLINTON

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN HEART ASSOCIATION 909 WEST 2ND STREET LITTLE ROCK, AR 72201	PUBLIC	GENERAL	5,000.
LEAD ACADEMY 1704 HEIMAN ST NASHVILLE, TN 37208	PUBLIC	GENERAL	10,000.
CENTRAL ARKANSAS LIBRARY SYSTEM 100 ROCK STREET LITTLE ROCK, AR 72201	PUBLIC	GENERAL	25,000.
NEW YORK UNIVERSITY 726 BROADWAY, 2ND FLOOR NEW YORK, NY 10003-9580	PUBLIC	GENERAL	5,000.
AMERICAN ACADEMY OF ARTS AND SCIENCES NORTON'S WOODS, 136 IRVING STREET CAMBRIDGE, MA 02138-1996	PUBLIC	GENERAL	10,000.
WILLIAM J. CLINTON FOUNDATION 610 PRESIDENT CLINTON AVE. LITTLE ROCK, AR 72201	PUBLIC	GENERAL	300,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUMANE SOCIETY OF PULASKI COUNTY 14600 COLONEL GLENN ROAD LITTLE ROCK, AR 72210	PUBLIC	GENERAL	1,000.
HARLEM BOYS CHOIR 2005 MADISON AVE #1 NEW YORK, NY 10035	PUBLIC	GENERAL	25,000.
CHAPPAQUA SCHOOL FOUNDATION INC. P.O. BOX 202 CHAPPAQUA, NY 10514	PUBLIC	GENERAL	5,000.
CLINTON BIRTHPLACE FOUNDATION INC. PO BOX 1925 HOPE, AR 71802	PUBLIC	GENERAL	20,000.
UNIVERSITY OF ARKANSAS FOUNDATION-DIANE BLAIR CTR 428 OLD MAIN, FULLBRIGHT COLLEGE OF ARTS & SCIENCES, UNIVERSITY OF ARKANSAS FAYETTEVILLE, AR 72701	PUBLIC	GENERAL	10,000.
ELIZABETH GLASER PEDIATRIC AIDS FOUNDATION 1140 CONNECTICUT AVENUE NW, SUITE 200 WASHINGTON, DC 20036	PUBLIC	GENERAL	5,000.
THE PUBLIC THEATER 425 LAFAYETTE STREET NEW YORK, NY 10003	PUBLIC	GENERAL	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
IMMANUEL BAPTIST CHURCH 501 NORTH SHACKLEFORD LITTLE ROCK, AR 72211	PUBLIC	GENERAL	100,000.
THEA FOUNDATION P.O. BOX 94234 NORTH LITTLE ROCK, AR 72190	PUBLIC	GENERAL	125,000.
VITAL VOICES GLOBAL PARTNERSHIP 1150 CONNECTICUT AVE., NW WASHINGTON, DC 20035	PUBLIC	GENERAL	75,000.
AMERICAN UNIVERSITY (WAMU) AMERICAN UNIVERSITY, BRANDYWINE BUILDING 4000 BRANDYWINE STREET, NW WASHINGTON, DC 20016-8082	PUBLIC	GENERAL	5,000.
WNYC RADIO ONE CENTRE STREET NEW YORK, NY 10007	PUBLIC	GENERAL	5,000.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	PUBLIC	GENERAL	50,000.
YALE UNIVERSITY 105 WALL STREET, PO BOX 208229 NEW HAVEN, CT 06520-8229	PUBLIC	GENERAL	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGETOWN UNIVERSITY BOX 571253 WASHINGTON, DC 20057-1253	PUBLIC	GENERAL	50,000.
UNIVERSITY OF ARKANSAS (CLINTON SCHOOL) STURGIS HALL, 1200 PRESIDENT CLINTON AVENUE LITTLE ROCK, AR 72201	PUBLIC	GENERAL	60,000.
FOOTHILLS FOUNDATION (COLUMBINE MEMORIAL FUND) THE FOOTHILLS FOUNDATION, P.O. BOX 621788 LITTLETON, CO 80162	PUBLIC	GENERAL	30,000.
ROSE HILL CEMETARY ASSOCIATION P.O. BOX 144 HOPE, AR 71802-0144	PUBLIC	GENERAL	5,000.
NEW YORK RESTORATION PROJECT 254 WEST 31ST STREET, 10TH FLOOR NEW YORK, NY 10001	PUBLIC	GENERAL	10,000.
CITY PARKS CONSERVANCY PO BOX 7329 LITTLE ROCK, AR 72217	PUBLIC	GENERAL	100,000.
THE NATIONAL VOTING RIGHTS MUSEUM & INSTITUTE P.O. BOX 1366 SELMA, AL 36701	PUBLIC	GENERAL	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARIAN WRIGHT EDELMAN LIBRARY OF MARLBORO COUNTY 200 JOHN CORRY ROAD BENNETTSVILLE, SC 29512	PUBLIC	GENERAL	100,000.
ASHOKA 1700 NORTH MOORE STREET, SUITE 2000 ARLINGTON, VA 22209-1929	PUBLIC	GENERAL	25,000.
WORLD BICYCLE RELIEF 1333 N. KINGSBURY, 4TH FLOOR CHICAGO, IL 60622	PUBLIC	GENERAL	5,000.
WOMEN FOR WOMEN INTERNATIONAL 4455 CONNECTICUT AVE., NW, SUITE 200 WASHINGTON, DC 20008	PUBLIC	GENERAL	5,000.
VH1 SAVE THE MUSIC FOUNDATION 1633 BROADWAY, 11TH FLOOR NEW YORK, NY 10019	PUBLIC	GENERAL	20,000.
U.S. AFRICA CHILDREN'S FELLOWSHIP 475 14TH STREET BROOKLYN, NY 11215	PUBLIC	GENERAL	25,000.
UBUNTU EDUCATIN FUND FOR THE CHILDREN OF S. AFRICA 32 BROADWAY, SUITE 414 NEW YORK, NY 10004	PUBLIC	GENERAL	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ONE ECONOMY CORPORATION 1220 19TH STREET, NW, SUITE 610 WASHINGTON, DC 20036	PUBLIC	GENERAL	5,000.
SURFRIDER FOUNDATION P.O. BOX 6010 SAN CLEMENTEC, CA 92674-6010	PUBLIC	GENERAL	1,000.
SUSTAINABLE SOUTH BRONX 890 GARRISON AVENUE, 4TH FLOOR THE BRONX, NY 10474	PUBLIC	GENERAL	50,000.
SEEDS OF PEACE INC. 370 LEXINGTON AVENUE, SUITE 401 NEW YORK, NY 10017	PUBLIC	GENERAL	25,000.
POINTS OF LIGHT & HANDS ON NETWORK 600 MEANS STREET, SUITE 210 ATLANTA, GA 30318	PUBLIC	GENERAL	5,000.
THE PENTECOSTALS OF ALEXANDRIA P.O. BOX 8838 ALEXANDRIA, LA 71306	PUBLIC	GENERAL	10,000.
PEACEPLAYERS INTERNATIONAL 1455 PENNSYLVANIA AVENUE, NW, SUITE 640 WASHINGTON, DC 20004	PUBLIC	GENERAL	10,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAGE EDUCATION FOUNDATION P.O. BOX 581254 MINNEAPOLIS, MN 55458-1254	PUBLIC	GENERAL	10,000.
OPRAH'S ANGEL NETWORK 110 NORTH CARPENTER STREET CHICAGO, IL 60607	PUBLIC	GENERAL	10,000.
OPERATION HOPE 707 WILSHIRE BOULEVARD, 30TH FLOOR LOS ANGELES, CA 90017	PUBLIC	GENERAL	25,000.
NATIONAL BREAST CANCER COALITION FUND 1101 17TH STREET, NW, SUITE 1300 WASHINGTON, DC 20036	PUBLIC	GENERAL	35,000.
MAKING HEADWAY FOUNDATION, INC. 115 KING STREET CHAPPAQUA, NY 10514-3460	PUBLIC	GENERAL	10,000.
AMERICA'S PROMISE ALLIANCE 909 NORTH WASHINGTON STREET, SUITE 400 ALEXANDRIA, VA 22314-1556	PUBLIC	GENERAL	5,000.
PARTNERS IN HEALTH 641 HUNTINGTON AVENUE, 1ST FLOOR BOSTON, MA 02115	PUBLIC	GENERAL	50,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG BROTHERS BIG SISTERS 230 NORTH 13TH STREET PHILADELPHIA, PA 19107	PUBLIC	GENERAL	10,000.
BARD COLLEGE (BARD PRISON INITIATIVE) PO BOX 5000 ANNANDALE-ON-HUDSON, NY 12504-5000	PUBLIC	GENERAL	10,000.
AMERICA'S SECOND HARVEST THE NATIONS FOODBANK 35 E. WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	PUBLIC	GENERAL	10,000.
CHESS-IN-THE-SCHOOLS INC. 520 EIGHTH AVENUE, FLOOR 2 NEW YORK, NY 10018	PUBLIC	GENERAL	10,000.
BREAD FOR THE WORLD INSTITUTE INC. 50 F STREET NW, SUITE 500 WASHINGTON, DC 20001	PUBLIC	GENERAL	10,000.
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST. NE ATLANTA, GA 30309	PUBLIC	GENERAL	10,000.
LOS ANGELES CONSERVATION CORPS P.O. BOX 15868 LOS ANGELES, CA 90015	PUBLIC	GENERAL	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KIVA MICROFUNDS 2180 BRYANT STREET, SUITE 106 SAN FRANCISCO, CA 94110-2141	PUBLIC	GENERAL	5,000.
GOODWILL INDUSTRIES INTERNATIONAL, INC. 15810 INDIANOLA DRIVE ROCKVILLE, MD 20855	PUBLIC	GENERAL	5,000.
NATIONAL ACADEMY FOUNDATION 39 BROADWAY, SUITE 1640 NEW YORK, NY 10006	PUBLIC	GENERAL	10,000.
GIBSON FOUNDATION (MUSIC RISING) 309 PLUS PARK BLVD NASHVILLE, TN 37217	PUBLIC	GENERAL	5,000.
MAKE-A-WISH FOUNDATION INTERNATIONAL 3550 NORTH CENTRAL AVENUE, SUITE 300 PHOENIX, AZ 85012-2127	PUBLIC	GENERAL	10,000.
SALVATION ARMY 120 WEST 14TH STREET NEW YORK, NY 10011-7393	PUBLIC	GENERAL	10,000.
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	PUBLIC	GENERAL	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OXFAM-AMERICA INC. 226 CAUSEWAY STREET, 5TH FLOOR BOSTON, MA 02114-2206	PUBLIC	GENERAL	10,000.
WORLD VISION FOUNDATION P.O. BOX 78481 TACOMA, WA 98481-8481	PUBLIC	GENERAL	25,000.
UNITED STATES FUND FOR UNICEF 333 EAST 38TH STREET NEW YORK, NY 10016	PUBLIC	GENERAL	25,000.
SAVE THE CHILDREN FEDERATION INC. 52 WILTON ROAD WESTPORT, CT 06880	PUBLIC	GENERAL	10,000.
SAMARITAN'S PURSE P.O. BOX 3000 BOONE, NC 28607	PUBLIC	GENERAL	10,000.
WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20037-1193	PUBLIC	GENERAL	10,000.
LOCKS OF LOVE INC. 2925 10TH AVE. NORTH. STE. 102 LAKE WORTH, FL 33461	PUBLIC	GENERAL	5,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INTERRELIGIOUS FELLOWSHIP FOR THE HOMELESS 479 MAITLAND AVENUE TEANECK, NJ 07666	PUBLIC	GENERAL	5,000.
INTERFAITH YOUTH CORE 1111 N WELLS, STE. 501 CHICAGO, IL 60610	PUBLIC	GENERAL	25,000.
INTERACT FOR CHANGE (PROJECT HOPE) 3805 EDWARDS ROAD, SUTE 500 CINCINNATI, OH 45209-1948	PUBLIC	GENERAL	10,000.
HOME INSTRUCTION FOR PARENTS OF PRESCHOOL YOUNGSTE 1221 BISHOP STREET LITTLE ROCK, AR 72202	PUBLIC	GENERAL	25,000.
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002-4808	PUBLIC	GENERAL	10,000.
HEIFER PROJECT INTERNATIONAL INC. P.O. BOX 8058 LITTLE ROCK, AR 72203-8058	PUBLIC	GENERAL	10,000.
HARLEM CHILDREN'S ZONE INC 35 EAST 125TH STREET NEW YORK, NY 10035	PUBLIC	GENERAL	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE GREENBELT MOVEMENT 4245 N. FAIRFAX DRIVE, SUITE 860 ARLINGTON, VA 22203	PUBLIC	GENERAL	10,000.
THE GREATER ALLEN CATHEDRAL OF NEW YORK 110-31 MERRICK BOULEVARD JAMAICA, NY 11433	PUBLIC	GENERAL	10,000.
GLOBAL FAIRNESS INITIATIVE 1225 EYE ST NW, SUITE 307 WASHINGTON, DC 20005	PUBLIC	GENERAL	25,000.
GIRLS INCORPORATED 120 WALL STREET NEW YORK, NY 10005-3902	PUBLIC	GENERAL	5,000.
DRESS FOR SUCCESS WORLDWIDE 32 EAST 31ST STREET, 7TH FLOOR NEW YORK, NY 10016	PUBLIC	GENERAL	5,000.
DOC TO DOCK INC 300 DOUGLASS STREET BROOKLYN, NY 11217	PUBLIC	GENERAL	10,000.
DANIEL PEARL FOUNDATION 16161 VENTURA BOULEVARD, #671 ENCINO, CA 91436	PUBLIC	GENERAL	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CRADLES TO CRAYONS INC. 82 MYRTLE ST. QUINCY, MA 02171	PUBLIC	GENERAL	10,000.
CITY YEAR 287 COLUMBUS AVENUE BOSTON, MA 02116	PUBLIC	GENERAL	25,000.
CHALLAH FOR HUNGER (PROGRAM OF HAZON) 304 HILLCREST COURT AUSTIN, TX 78746	PUBLIC	GENERAL	10,000.
CENTRAL ASIA INSTITUTE PO BOX 7209 BOZEMAN, MT 59771	PUBLIC	GENERAL	10,000.
CAREER GEAR INC. 120 BROADWAY, 36TH FLOOR NEW YORK, NY 10271	PUBLIC	GENERAL	5,000.
ANIMAL RESCUE NEW ORLEANS 1219 COLISEUM ST. NEW ORLEANS, LA 70130	PUBLIC	GENERAL	5,000.
ANDRE AGASSI CHARITABLE FOUNDATION 3883 HOWARD HUGHES PARKWAY, 8TH FLOOR LAS VEGAS, NV 89169	PUBLIC	GENERAL	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICA INDIA FOUNDATION 845 THIRD AVENUE, 4TH FLOOR NEW YORK, NY 10022	PUBLIC	GENERAL	25,000.
ACORN 2-4 NEVINS STREET, 2ND FL BROOKLYN, NY 11217	PUBLIC	GENERAL	10,000.
STUDENT SPONSOR PARTNERS 286 MADISON AVENUE, SUITE 1601 NEW YORK, NY 10017	PUBLIC	GENERAL	5,000.
BRANDEIS UNIVERSITY (EIL SEGAL CITIZEN LEADERSHIP) MAILSTOP 035, P.O. BOX 549110 WALTHAM, MA 02454-9110	PUBLIC	GENERAL	250,000.
SHAKESPEARE THEATRE COMPANY 516 EIGHTH STREET SE WASHINGTON, DC 20003-2834	PUBLIC	GENERAL	10,000.
THE SCHOOL OF AMERICA BALLET 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	PUBLIC	GENERAL	20,000.
THE LITTLE ROCK NINE FOUNDATION P.O. BOX 370208 DENVER, CO 80237	PUBLIC	GENERAL	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROBERT T. MATSUI FOUNDATION FOR PUBLIC SERVICE INC P.O. BOX 28277 WASHINGTON, DC 20038-8277	PUBLIC	GENERAL	10,000.
KIDS CARING 4 KIDS P.O. BOX 591 WHEATON, IL 60189-0591	PUBLIC	GENERAL	10,000.
BOIMAH COOPER MEMORIAL FUND P.O. BOX 61385 STATEN ISLAND, NY 10306	PUBLIC	GENERAL	2,000.
RON BROWN SCHOLAR FUND (FKA CAP CHARITABLE FOUND.) 1160 PEPSI PLACE, SUITE 206 CHARLOTTESVILLE, VA 22901	PRIVATE FOUNDATION	MAKE COLLEGE SCHOLARSHIP GRANTS	10,000.
ORPHAN FOUNDATION OF AMERICA 21351 GENTRY DRIVE, SUITE 130 STERLING, VA 20166	PUBLIC	GENERAL	100,000.
THE SAN DIEGO REGIONAL DISASTER FUND 2508 HISTORIC DECATUR ROAD, SUITE 200 SAN DIEGO, CA 92106	PUBLIC	GENERAL	50,000.
AMERICAN FRIENDS OF UNVERSITY COLLEGE, OXFORD, INC 541 BUTTERMILK PIKE, SUITE 207 CRESCENT SPRINGS, KY 41017	PUBLIC	GENERAL	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CHAPPAQUA VOLUNTEER AMBULANCE CORPS P.O. BOX 453 CHAPPAQUA, NY 10514	PUBLIC	GENERAL	5,000.
CHAPPAQUA VOLUNTEER FIRE DEPARTMENT FUND DRIVE P.O. BOX 71 CHAPPAQUA, NY 10514	PUBLIC	GENERAL	5,000.
EVERY CHILD IS OURS FOUNDATION TUCKERMAN CITY HALL, SUITE 6, MAIN STREET TUCHERMAN, AR 72473	PUBLIC	GENERAL	10,000.
MIKVA CHALLENGE GRANT FOUNDATION INC. 25 E. WASHINGTON BLVD, SUITE 703 CHICAGO, IL 60602	PUBLIC	GENERAL	5,000.
SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVENUE, N.W. WASHINGTON, DC 20016-2999	PUBLIC	GENERAL	50,000.
ARKANSAS SINGLE PARENT SCHOLARSHIP FUND 614 EAST EMMA, SUITE # 119 SPRINGDALE, AR 72764	PUBLIC	GENERAL	10,000.
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305-6105	PUBLIC	GENERAL	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WASHINGTON BALLET 3515 WISCONSIN AVENUE NW WASHINGTON, DC 20016	PUBLIC	GENERAL	15,000.
TOUCH FOUNDATION, INC. 55 EAST 52ND STREET, 16TH FLR. NEW YORK, NY 10055	PUBLIC	GENERAL	25,000.
DONORS CHOOSE INC 347 WEST 36TH ST., SUITE 503 NEW YORK, NY 10018	PUBLIC	GENERAL	10,000.
RALPH LAUREN CANCER CENTER 1919 MADISON AVENUE NEW YORK, NY 10035	PUBLIC	GENERAL	10,000.
JOAN'S LEGACY THE JOAN SCARANGELLO FOUNDATION 27 UNION SQUARE WEST, SUITE 304 NEW YORK, NY 10003	PUBLIC	GENERAL	10,000.
		TOTAL CONTRIBUTIONS PAID	2,879,000.