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

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

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 ▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052  
**2016**  
**Open to Public Inspection**

**For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation CHANGE CREATE TRANSFORM FOUNDATION		<b>A Employer identification number</b> 27-3953552	
Number and street (or P O box number if mail is not delivered to street address) Room/suite 2644 KIRKWOOD HWY Dept 781 No 300		<b>B Telephone number (see instructions)</b> (914) 481-5914	
City or town, state or province, country, and ZIP or foreign postal code NEWARK, DE 19711		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 549,890		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	98,332			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	52	52		
	<b>4</b> Dividends and interest from securities	7,844	7,844		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-39,774			
	<b>b</b> Gross sales price for all assets on line 6a 482,351				
	<b>7</b> Capital gain net income (from Part IV, line 2)		0		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	66,454	7,896			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages	14,219	0		14,219
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)	1,250	0		0
	<b>b</b> Accounting fees (attach schedule)	3,400	0		0
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	782	0		0
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy	10,230	0		0
	<b>21</b> Travel, conferences, and meetings	6,811	0		0
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	36,681	0		0
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	73,373	0		14,219
	<b>25</b> Contributions, gifts, grants paid	28,685			28,685
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	102,058	0		42,904	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-35,604				
<b>b Net investment income</b> (if negative, enter -0-)		7,896			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	59,437	56,121	56,121
	<b>2</b> Savings and temporary cash investments . . . . .	54,894	54,820	54,820
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .			
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	442,790	410,576	438,949
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	557,121	521,517	549,890	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	0	0	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	557,121	521,517		
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	557,121	521,517		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	557,121	521,517		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		<b>1</b>	557,121
<b>2</b> Enter amount from Part I, line 27a . . . . .		<b>2</b>	-35,604
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____		<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .		<b>4</b>	521,517
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____		<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		<b>6</b>	521,517

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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))				
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
<b>2</b> 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		<b>2</b> -39,774
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		<b>3</b>

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	33,285	525,624	0 063325
2014	27,150	538,281	0 050438
2013	20,750	470,506	0 044101
2012	32,302	430,325	0 075064
2011	40,990	367,011	0 111686
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 344614
<b>3</b> 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			<b>3</b> 0 068923
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 513,471
<b>5</b> Multiply line 4 by line 3			<b>5</b> 35,390
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 79
<b>7</b> Add lines 5 and 6			<b>7</b> 35,469
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 42,904
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total amount owed is 0, and amount overpaid is 321.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and substantial contributors. Yes/No columns for each question.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address http://www.changecreate.org 13 Yes
14 The books are in care of TOTOLO & COMPANY LLC Telephone no (203) 359-1584
Located at 1200 SUMMER ST STE 300 STAMFORD CT ZIP+4 06905
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here . . . . . 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
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 2016 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 2016).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

**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  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  No

**(3)** Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).  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  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 instructions)?  Yes  No

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?  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  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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 instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
VIKKI L PRYOR 3 INTERNATIONAL DRIVE STE 140 RYE BROOK, NY 10573	PRESIDENT, DIRECTOR 8 00	0	0	0
DANIEL PARKER 3 INTERNATIONAL DRIVE STE 140 RYE BROOK, NY 10573	SEC /TREAS, DIRECTOR 1 00	0	0	0
FRANKLIN MONTGOMERY 30 VESEY ST 7TH FLOOR NEW YORK, NY 10007	DIRECTOR 1 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) 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.  0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> 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 organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
<b>1</b> Educational Orientation and Leadership Summit-- serving students and alumni from 6 Colleges and Universities Leadership Development workshops with senior executive and professionals on academic and career success	14,884
<b>2</b> Tribute---convening Scholars, Academics, Business leaders, Professionals and civic Leaders to promote academic excellence, networking and development of the academic Promise Prize Network	11,005
<b>3</b> ONBOARDING AND ORIENTATION FOR 2016 NEW SCHOLARS PROGRAM ACTIVITIES FOR SCHOOL SUCCESS AND TRANSITION TO THE WORKPLACE	3,500
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
<b>1</b>		
<b>2</b>		
All other program-related investments See instructions		
<b>3</b>		
<b>Total.</b> Add lines 1 through 3 . . . . . ▶		0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	415,285
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	106,005
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	521,290
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	521,290
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	7,819
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	513,471
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	25,674

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	25,674
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	79
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	79
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	25,595
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	25,595
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	25,595

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	42,904
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	42,904
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	79
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	42,825

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				25,595
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .	17,980			
<b>b</b> From 2012. . . . .	11,182			
<b>c</b> From 2013. . . . .	9,394			
<b>d</b> From 2014. . . . .	820			
<b>e</b> From 2015. . . . .	7,734			
<b>f</b> Total of lines 3a through e. . . . .	47,110			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>42,904</u>				
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				25,595
<b>e</b> Remaining amount distributed out of corpus	17,309			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	64,419			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .		0		
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	17,980			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	46,439			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .	11,182			
<b>b</b> Excess from 2013. . . . .	9,394			
<b>c</b> Excess from 2014. . . . .	820			
<b>d</b> Excess from 2015. . . . .	7,734			
<b>e</b> Excess from 2016. . . . .	17,309			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

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

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

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2016</b>	<b>(b) 2015</b>	<b>(c) 2014</b>	<b>(d) 2013</b>	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

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

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

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

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

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

---

**c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				28,685
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				0





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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)
201 SHS MFB NORTHERN FDS MULTI-MANAGER GLOBAL REAL ESTATE FD		2012-06-12	2016-01-11
2122 SHS MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD		2014-12-31	2016-01-11
140 SHS MFB MULTIMGR SMALL CAP FD		2014-12-31	2016-01-11
66 SHS MFB NORTHERN MULTIMGR MID CAP FD		2014-12-31	2016-01-11
104 SHS MFC FLEXSHARES TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD		2014-12-31	2016-02-18
44 SHS MFB NORTHERN MULTI MANAGER GLOBAL LISTED INFRASTRUCTURE FUND		2014-02-20	2016-02-18
92 SHS MFB NORTHERN MULTI-MANAGER INTL EQTY FUND FUND		2014-01-13	2016-02-18
9 SHS MFB NORTHERN FUNDS SMALL CAP CORE FUND		2014-12-31	2016-02-18
684 SHS MFB NORTHERN HI YIELD FXD INC FUND		2014-12-31	2016-02-18
1519 SHS MFB NORTHERN FUNDS FIXED INCOME FUND		2012-06-12	2016-02-18

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
2,253		3,355	-1,102
14,175		20,948	-6,773
890		1,453	-563
646		957	-311
2,526		2,647	-121
475		548	-73
804		992	-188
159		189	-30
4,213		5,180	-967
15,312		16,056	-744

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,102
			-6,773
			-563
			-311
			-121
			-73
			-188
			-30
			-967
			-744

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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)
79 858 SHS FIDELITY LARGE CAP VALUE ENHANCED INDEX		2015-12-31	2016-07-21
115 681 SHS FIDELITY ADV HIGH INCOME CL-1		2016-03-15	2016-10-05
73 952 SHS FIDELITY ADV STRATEGIC INCOME-CL 1		2015-12-31	2016-11-01
220 357 SHS FIDELITY CAPITAL & INCOME		2015-12-31	2016-07-21
329 013 SHS FIDELITY CONSERVATIVE INCOME BDN INST CL		2015-12-31	2016-11-01
338 250 SHS FIDELITY INFLATION PROTECTED BOND		2015-12-31	2016-12-06
103 976 SHS FIDELITY MEGA CAP STOCK FUND		2015-12-31	2016-07-21
57 372 SHS FIDELITY MEGA CAP STOCK FUND		2016-03-15	2016-12-06
405 903 SHS FIDELITY SHORT TERM BOND		2015-12-31	2016-11-01
141 965 SHS FIDELITY STOCK SELECTOR ALL CAP FD		2015-12-31	2016-07-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
900		833	67
900		838	62
900		857	43
2,100		1,993	107
3,300		3,293	7
4,103		4,007	96
1,700		1,580	120
1,000		872	128
3,500		3,476	24
5,000		4,591	409

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			67
			62
			43
			107
			7
			96
			120
			128
			24
			409

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
101 481 SHS FIDELITY STOCK SELECTOR ALL CAP FD		2016-03-15	2016-12-02
62 902 SHS FIDELITY VALUE FD		2015-12-31	2016-07-21
54 SHS FLEXSHARES TRUST IBOXX 3 YR TARGET DURATION		2015-12-31	2016-03-11
101 SHS FLEXSHARES TRUST MORNINGSTAR GLOBAL UPST		2015-12-31	2016-03-11
2372 390 SHS NORTHERN FIXED INCOME FUND		2015-12-31	2016-03-14
4706 610 SHS NORTHERN HIGH YIELD FIXED INCOME		2015-12-31	2016-03-14
151 800 SHS NORTHERN MULTI-MANAGER EMG MKT EQ		2015-12-31	2016-03-14
579 530 SHS NORTHERN MULTI MAN GLOBAL REAL ESTATE		2015-12-31	2016-03-14
1555 600 SHS NORTHERN MULTI MAN INTL EQUITY FD		2015-12-31	2016-03-14
371 090 SHS NORTHERN MULTI MAN MID CAP FD		2015-12-31	2016-03-14

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
3,700		3,282	418
6,547		6,000	547
1,320		1,313	7
2,464		2,305	159
23,553		23,998	-445
30,169		32,733	-2,564
2,248		2,462	-214
6,728		8,092	-1,364
14,358		14,023	335
3,815		4,422	-607

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			418
			547
			7
			159
			-445
			-2,564
			-214
			-1,364
			335
			-607

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
318 950 SHS NORTHERN MULTI MAN SMALL CAP FD		2015-12-31	2016-03-14
5724 960 SHS NORTHERN MULTI MANAGER LR CAP FUND		2015-12-31	2016-03-14
446 380 SHS NORTHERN MULTIMANAGER LSTD INFRASTRUCTURE		2015-12-31	2016-03-14
23 910 SHS NORTHERN SMALL CAP CORE		2015-12-31	2016-03-14
307 517 SHS STRATEGIC ADVISORS INTL II FUND		2015-12-31	2016-05-10
272 331 SHS STRATEGIC ADVISORS INTL FUND		2016-03-15	2016-09-07
128 205 SHS STRATEGIC ADVISERS INTL II FUND		2016-03-15	2016-12-06
560 SHS FLEXSHARES TRUST IBOX 3 YR TARGET		2014-12-31	2016-03-11
431 SHS FLEXSHARES TRUST MORNINGSTAR GLOBAL UPST		2014-12-31	2016-03-11
6562 527 SHS NORTHERN FIXED INCOME FUND		2014-12-31	2016-03-14

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
2,115		2,542	-427
39,617		46,802	-7,185
5,084		5,403	-319
456		395	61
2,700		2,631	69
2,500		2,331	169
1,100		1,097	3
13,692		14,091	-399
10,513		14,656	-4,143
66,413		67,668	-1,255

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-427
			-7,185
			-319
			61
			69
			169
			3
			-399
			-4,143
			-1,255

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
5148 386 SHS NORTHERN HIGH YIELD FIXED INCOME		2014-12-31	2016-03-14
707 745 SHS NORTHERN MULTI-MANAGER EMERG MKT		2012-06-12	2016-03-14
491 179 SHS NORTHERN MULTI MAN GLOBAL REAL ESTATE		2014-12-31	2016-03-14
5192 181 SHS NORTHERN MULTI MAN INTL EQUITY FD		2014-12-31	2016-03-14
1240 594 SHS NORTHERN MULTI MA MID CAP FD		2014-12-31	2016-03-14
320 940 SHS NORTHERN MULTI MAN SMALL CAP FD		2014-12-31	2016-03-14
7556 226 SHS NORTHERN MULTI-MANAGER LR CAP FUND		2014-12-31	2016-03-14
637 727 SHS NORTHERN MULTI-MANAGER LSTD INFRASTRUCTURE FD		2014-12-31	2016-03-14
199 113 SHS NORTHERN SMALL CAP CORE		2014-12-31	2016-03-14
Capital Gains Dividends	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
33,232		36,055	-2,823
10,482		11,481	-999
5,703		6,858	-1,155
47,924		46,771	1,153
12,753		14,784	-2,031
2,128		2,558	-430
52,289		61,772	-9,483
7,264		7,719	-455
3,793		3,216	577
2,835			2,835

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,823
			-999
			-1,155
			1,153
			-2,031
			-430
			-9,483
			-455
			577
			2,835

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EDUCATION FUND OF THE WOMEN'S FORUM OF NEW YORK 59 EAST 54TH STREET STE 81 NEW YORK, NY 10022		CHARITABLE FOUNDATIO	FUNDING FOR SCHOLARSHIPS	1,000
BRONX COMMUNITY COLLEGE FOUNDATION 2155 UNIVERSTIY AVE NEW YORK, NY 10453		COMMUNITY COLLEGE FO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
MINORITY BAR ASSOCIATION OF WESTERN NEW YORK FOUNDATION 2096 MATTHEWS AVE BRONX, NY 10462		CHARITABLE FOUNDATIO	FUNDING EFFORTS TO INCREASE DIVERSITY IN THE LEGAL PROFESSION	685
MONTCLAIR STATE UNIVERSITY FOUNDATION 1 NORMAL AVE MONTCLAIR, NJ 07043		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
UNIVERSITY OF IOWA FOUNDATION 107 CALVIN HALL IOWA CITY, IA 52242		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
<b>Total . . . . . ▶</b>				28,685
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF ST THOMAS AT MINNEAPOLIS 1000 LA SALLE AVE MINNEAPOLIS, MN 55403		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
READ ALLIANCE 80 MAIDEN LANE 11TH FLOOR NEW YORK, NY 10038		CHARITABLE ORGANIZAT	FUNDING FOR READING PROGRAMS FOR PRE-SCHOOL AND KINDERGARTEN CHILDREN IN UNDERSERVED AREAS	500
GRINNELL COLLEGE FOUNDATION 1115 EIGHTH AVE GRINNELL, IA 50112		UNIVERSITY FOUNDATIO	FUNDING FOR SCHOLARSHIPS	5,000
AFRICAN AMERICAN MEN OF WESTCHESTER 333 MAMARONECK AVENUE PMB 293 WHITE PLAINS, NY 10605		CHARITABLE FOUNDATIO	FUNDING SCHOLARSHIP PROGRAM	500
SBI-STUDENTS OF COLOR- UNIVERSITY AT BUFFALO SCHOOL OF LAW 412 OBRIEN HALL BUFFALO, NY 14260		UNIVERSITY FOUNDATIO	FUNDING SCHOLARSHIP PROGRAM	500
<b>Total . . . . .</b> ►				28,685
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WESTCOP 2 WESTCHESTER PLAZA ELMSFORD, NY 10523		CHARITABLE FOUNDATIO	FUNDING PRE-SCHOOL LITERARY	500
<b>Total</b> . . . . .				28,685
<b>3a</b>				

**TY 2016 Accounting Fees Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	3,400	0		0

**TY 2016 Investments - Other Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
NORTHERN TRUST	AT COST	0	0
FIDELITY INVESTMENTS	AT COST	410,576	438,949

**TY 2016 Legal Fees Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES	1,250	0		0

**TY 2016 Other Expenses Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	3,446	0		0
OFFICE EXPENSES	20	0		0
WEBSITE HOSTING	1,384	0		0
INSURANCE	1,353	0		0
PROMOTIONAL EXPENSES	452	0		0
ANNUAL PROGRAM EVENT EXPENSES	29,920	0		0
OFFICE SUPPLIES	106	0		0

**TY 2016 Substantial Contributors  
Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Name****Address**

VIKKI L PRYOR

3 INTERNATIONAL DRIVE STE 140  
RYE BROOK, NY 10573

**TY 2016 Taxes Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PRIOR YEAR TAX ON INVESTMENT INCOME	636	0		0
FOREIGN TAXES PAID ON DIVIDENDS	146	0		0

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

**Schedule of Contributors**  
▶ Attach to Form 990, 990-EZ, or 990-PF  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at  
[www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047  
**2016**

**Name of the organization**  
CHANGE CREATE TRANSFORM FOUNDATION

**Employer identification number**  
27-3953552

**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

Form 990-PF

- 527 political organization
- 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 an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup> 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**Name of organization**  
CHANGE CREATE TRANSFORM FOUNDATION

**Employer identification number**  
27-3953552

**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	VIKKI L PRYOR 3 INTERNATIONAL DRIVE STE 140 RYE BROOK, NY 10573	\$ 81,377	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	MASTERCARD 2000 PURCHASE STREET PURCHASE, NY 10577	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

<b>Name of organization</b> CHANGE CREATE TRANSFORM FOUNDATION	<b>Employer identification number</b> 27-3953552
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**Part II** **Noncash Property**

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(see instructions) Use duplicate copies of Part II if additional space is needed		
	_____	_____ \$	_____
	_____		
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		
	_____	_____ \$	_____
	_____		

<b>Name of organization</b> CHANGE CREATE TRANSFORM FOUNDATION	<b>Employer identification number</b> 27-3953552
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____