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

Name of foundation THE SPROCKET FOUNDATION		A Employer identification number 77-0669399	
Number and street (or P O box number if mail is not delivered to street address) PO Box 70		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Frenchtown, NJ 08825		B Telephone number (see instructions) (215) 297-8875	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input checked="" type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H 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		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) \$ 20,505,452		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J 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)			

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 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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	27	27		
	4 Dividends and interest from securities	260,682	260,576		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	272,204			
	b Gross sales price for all assets on line 6a	2,843,774			
	7 Capital gain net income (from Part IV, line 2)		272,204		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	532,913	532,807		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	46,511	2,325		44,186
	c Other professional fees (attach schedule)	17,600	0		17,600
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	42,028	8,028		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	36,265	34,187		2,078
	24 Total operating and administrative expenses. Add lines 13 through 23	142,404	44,540		63,864
	25 Contributions, gifts, grants paid	750,084			750,084
	26 Total expenses and disbursements. Add lines 24 and 25	892,488	44,540		813,948
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-359,575			
	b Net investment income (if negative, enter -0-)		488,267		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	82,212	82,022	82,022
	2 Savings and temporary cash investments	3,696,149	596,272	596,272
	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 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			
	10a Investments—U S and state government obligations (attach schedule)	341,598	341,598	340,166
	b Investments—corporate stock (attach schedule)	15,575,235	18,321,929	19,434,557
	c Investments—corporate bonds (attach schedule)	54,144	54,144	52,435
	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)	19,749,338	19,395,965	20,505,452	
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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	19,749,338	19,395,965	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 Total net assets or fund balances (see instructions)	19,749,338	19,395,965		
31 Total liabilities and net assets/fund balances (see instructions) .	19,749,338	19,395,965		

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	19,749,338
2 Enter amount from Part I, line 27a	2	-359,575
3 Other increases not included in line 2 (itemize) ▶ _____	3	6,202
4 Add lines 1, 2, and 3	4	19,395,965
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	19,395,965

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)
1 a CHARLES SCHWAB - PUBLICLY TRADED STOCK			2016-12-31
b CHARLES SCHWAB - PUBLICLY TRADED STOCK			2016-12-31
c Capital Gains Dividends	P		
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 1,792,837		1,769,291	23,546
b 886,187		802,279	83,908
c 164,750			164,750
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			23,546
b			83,908
c			164,750
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	2 272,204
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 instructions) If (loss), enter -0- in Part I, line 8		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	417,154	9,486,256	0 043975
2014	199,417	6,793,636	0 029354
2013	120,599	4,385,345	0 027500
2012	54,639	2,134,709	0 025596
2011	53,405	1,163,416	0 045904

2 Total of line 1, column (d)	2 0 172329
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 034466
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4 19,932,508
5 Multiply line 4 by line 3	5 686,994
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 4,883
7 Add lines 5 and 6	7 691,877
8 Enter qualifying distributions from Part XII, line 4	8 813,948

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,883
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	0
3	Add lines 1 and 2.	3	4,883
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,883
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,002
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	26,500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	30,502
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	15
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	25,604
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 25,604 Refunded <input type="checkbox"/>	11	0

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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
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	No
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
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	Yes
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

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 ► N/A	13	Yes	
14	The books are in care of ► BAKER TILLY VIRCHOW KRAUSE LLP Telephone no ► (215) 972-0701			

Located at **►** 1650 MRKET STREET SUITE 4500 PHILADELPHIA PA ZIP+4 **►** 19103

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		
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? <input type="checkbox"/>	1c		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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) <input type="checkbox"/>	2b		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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	Expense account, (e) other allowances
STEPHEN MCDONNELL PO Box 70 Frenchtown, NJ 08825	TRUSTEE 4 00	0	0	0
JILL MCDONNELL pO Box 70 frenchtown, NJ 08825	TRUSTEE 4 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	Expense account, (e) 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		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0
2	
3	
4	

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
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	17,814,836
b	Average of monthly cash balances.	1b	2,421,213
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	20,236,049
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	20,236,049
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	303,541
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,932,508
6	Minimum investment return. Enter 5% of line 5.	6	996,625

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.)

1	Minimum investment return from Part X, line 6.	1	996,625
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,883
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,883
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	991,742
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	991,742
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	991,742

Part XII Qualifying Distributions (see 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	813,948
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	813,948
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 instructions).	5	4,883
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	809,065

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
1 Distributable amount for 2016 from Part XI, line 7				991,742
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			335,216	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>813,948</u>				
a Applied to 2015, but not more than line 2a			335,216	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				478,732
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				513,010
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 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)) See Additional Data Table	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> 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	
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	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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	750,084
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	27	
4 Dividends and interest from securities.			14	260,682	
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			18	272,204	
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). . .		0		532,913	0
13 Total. Add line 12, columns (b), (d), and (e).			13		532,913

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

- 2a** 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) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name Julius C Green CPA	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00350393
Firm's name ▶ Baker Tilly Virchow Krause LLP				Firm's EIN ▶ 39-0859910
Firm's address ▶ 1650 Market Street Suite 4500 Philadelphia, PA 191037341				Phone no (215) 972-0701

Form 990PF Part XV Line 1a - 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).

STEPHEN MCDONNELL
JILL MCDONNELL

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)				
a <i>Paid during the year</i>				
Maasai Cultural Exchange Project PO Box 222 Point Pleasant, PA 18950	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Rolling Harvest Food Rescue PO Box 693 New Hope, PA 18938	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	18,825
SISTER CITIES GIRL CHOIR PO BOX 15277 PHILADELPHIA, PA 19125	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	25,000
EQUAL JUSTICE 20 JAY ST STE 808 BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	25,000
A WOMANS PLACE PO BOX 299 DOYLESTOWN, PA 18901	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Total 3a				750,084

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)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD 1144 LOCUST STREET PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	15,000
TINICUM CONSERVANCY 965 RIVER ROAD ERWINNA, PA 18920	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,500
BUCKS COUNTY OPPORTUNITY COUNCIL 100 DOYLE STREET DOYLESTOWN, PA 18901	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
PUTNEY SCHOOL 418 HOUGHTON BROOK RD PUTNEY, VT 05346	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
PRISON DHARMA NETWORK 11 SOUTH ANGEL ST 303 PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
JUNK 2040 Christian St Philadelphia, PA 19146	NONE	PUBLIC CHARITY	Restricted to 2016 Snowball Event	5,000
PPCA- Point Pleasant Community Association-Arts on the Bridge PO Box 25 Point Pleasant, PA 18950	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	500
Archbishop for Military Services 1025 Michigan Ave NE Washington, DC 20017	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	7,500
Crohn's & Colitis of America Foundation 733 Third Avenue Suite 510 New York, NY 10017	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Hunger Nutrition CoalitionBCOC 100 Doyle Street Doylestown, PA 18901	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
Total ► 3a				750,084

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)				
a <i>Paid during the year</i>				
BRYTEDoracs International Institute of Rhode Island IncNetowrk for Good 645 Elmwood Avenue Providence, RI 02907	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	2,500
Delaware River Mill Society 25 Risler Street Stockton, NJ 08559	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	309
Hampshire College 893 West Street Amherst, MA 01002	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Fringe Arts 140 N Christopher Columbus Blvd Philadelphia, PA 19106	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Triskeles 707 Eagleview Blve 105 Exton, PA 19341	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
JUNK 2040 Christian St Philadelphia, PA 19146	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
Trustees Of The University Of Pennsylvania 1 College Hall Room 211 Philadelphia, PA 19104	NONE	PUBLIC CHARITY	Scott Fund	100,000
WDVR PO Box 191 Sergeantsville, NJ 08557	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
Filmmakers Collaborative 6 Eastman Place Suite 202 Melrose, MA 02176	NONE	PUBLIC CHARITY	George Nakashima Film	10,000
River Union Stage 23 4th St Frenchtown, NJ 08825	NONE	PUBLIC CHARITY	The Hunterdon Art Tour	3,750
Total 3a				750,084

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)				
a <i>Paid during the year</i>				
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
North Star Fund 520 8th Avenue 1800 New York, NY 10018	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
NRDC 40 West 20th Street 11th Floor New York, NY 10011	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Urban Justice Center 40 Rector Stree 9th Floor New York, NY 10006	NONE	PUBLIC CHARITY	International Refugee Assistance Project	7,000
Ellas Baker Center for Human Rights 1970 Broadway Suite 1125 Oakland, CA 94612	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
Equal Justice Initiative 122 Commerce Street Montgomery, AL 36104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Impact Justice 2633 Telegraph Avenue Suite 104 Oakland, CA 94612	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Make the Road NYC 301 Grove Street Brooklyn, NY 11237	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Critical Resistance 1904 Franklin Street Oakland, CA 94612	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
Chicago Freedom School 719 S State Street Suite 3 N Chicago, IL 60605	NONE	PUBLIC CHARITY	Project NIA	1,000
Total 3a				750,084

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)				
a <i>Paid during the year</i>				
Central American Legal Assistance 240 Hooper Street Brooklyn, NY 11211	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	4,000
Urban Justice Center 40 Rector Stree 9th Floor New York, NY 10006	NONE	PUBLIC CHARITY	Asylum Seeker Advocacy Project	1,000
DARE 9800 La Cienega Blvd Suite 401 Inglewood, CA 90301	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Action for Community TransformationDurham Solidarity for Action 4900 Providence Road Charlotte, NC 28226	NONE	PUBLIC CHARITY	Durham Solidarity for Action/Freedom Fighter Bond Fund	3,000
Proteus Fund 15 Research Drive Suite B Amherst, MA 01002	NONE	PUBLIC CHARITY	Third Wave Fund	10,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
Native American Rights Fund 1506 Broadway Boulder, CO 80302	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	2,150
International Rescue Committee 122 East 42nd Street New York, NY 10168	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	3,000
Karam Foundation NFP 230 Northgate Stree Unit 742 Lake Forest, IL 60045	NONE	PUBLIC CHARITY	White Helmets People's Million Campaign	6,000
Syrian American Medical Society Foundation 3660 Stutz Drive Canfield, OH 44406	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,400
Muslim Legal Fund of America 2701 W 15th Street Suite 640 Plano, TX 75075	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	9,300
Total ► 3a				750,084


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)				
a <i>Paid during the year</i>				
Sylvia Rivera Law Project 147 West 24th Street 5th Floor New York, NY 10011	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	3,000
Pro Publica 155 Avenue of the Americas 13th Floor New York, NY 10013	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	30,000
ACLU 125 Broad Street 18th Floor New York, NY 10004	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	30,000
The BrotherhoodSister Sol 512 West 143 Street New York, NY 10031	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	20,000
Southerners on the New Ground PO Box 11250 Atlanta, GA 30310	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Total ► 3a				750,084

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)				
a <i>Paid during the year</i>				
Center for Reproductive Rights 199 Water Street 22nd Floor New York, NY 10038	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	5,000
Mexican American Legal Defense Fund 634 South Spring Street 11th Floor Los Angeles, CA 90014	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	4,000
Black and Pink Inc 614 Columbia Road Dorchester, MA 02125	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
Anyi Institute c/o Floyd Green Jr 3114 Mercer University Drive Suite 200 Atlanta, GA 30341	NONE	PUBLIC CHARITY	Consecha	5,000
Northwest Immigrant Rights Project 615 Second Avenue Suite 400 Seattle, WA 98104	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
Sister Song Inc 1237 Ralph D Abernathy Blvd SW Atlanta, GA 30310	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
American Indian College Fund 8333 Greenwood Blvd Denver, CO 80221	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	6,150
Movement for Justice in El Barrio Inc 232 E 11th St New York, NY 10003	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
WDVR PO Box 191 Sergeantsville, NJ 08557	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	3,000
Urban Justice Center 40 Rector Stree 9th Floor New York, NY 10006	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	30,000
Total ▶ 3a				750,084

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)				
a <i>Paid during the year</i>				
PENN FOUNDATION 807 LAWN AVENUE SELLERSVILLE, PA 18960	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	10,000
PUTNEY SCHOOL 418 HOUGHTON BROOK RD PUTNEY, VT 05346	NONE	PUBLIC CHARITY	UNDERWRITE HINTON ENDOWED CHAIR	50,000
RODALE INSTITUTE INC 611 SIEGFRIEDALE ROAD KUTZTOWN, PA 19530	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	28,200
FONKOZE USA 1700 KALORAMA RD NW WAsington, DC 20009	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	50,000
LOST LIGHT PROJECTS INC 200 LAKE ROAD TARRYTOWN, NY 10591	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	25,000
Total 3a				750,084

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)				
a Paid during the year				
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS, NJ 07931	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	1,000
EARTH JUSTICE 50 CALIFORNIA ST STE 500 SAN FRANCISCO, CA 94111	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING ACTIVITIES	30,000
Total ▶ 3a				750,084

TY 2016 Accounting Fees Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	46,511	2,325		44,186

TY 2016 Investments Corporate Bonds Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - CORPORATE BONDS	54,144	52,435

TY 2016 Investments Corporate Stock Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Goldman Sachs	1,064,144	1,030,102
CHARLES SCHWAB - MUTUAL FUNDS	17,257,785	18,404,455

TY 2016 Investments Government Obligations Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399**US Government Securities - End
of Year Book Value:**

206,831

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

209,378

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

134,767

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

130,788

TY 2016 Other Expenses Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
advisor FEES	34,187	34,187		0
DUES AND FEES	1,550	0		1,550
OFFICE EXPENSE	168	0		168
TRAVEL EXPENSE	35	0		35
INTERNET & WEBSITE	150	0		150
Misc Expenses	160	0		160
PA CHARITABLE REGISTRATION	15	0		15

TY 2016 Other Increases Schedule

Name: THE SPROCKET FOUNDATION
EIN: 77-0669399

Description	Amount
NON-DIVIDEND DISTRIBUTIONS	6,202

TY 2016 Other Professional Fees Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COUNSULTING	17,600	0		17,600

TY 2016 Taxes Schedule**Name:** THE SPROCKET FOUNDATION**EIN:** 77-0669399

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	34,000	0		0
FOREIGN TAXES	8,028	8,028		0