

Form **990**

Return of Organization Exempt From Income Tax

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2016

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

Open to Public Inspection

A For the 2016 calendar year, or tax year beginning **JAN 1, 2016** and ending **MAR 31, 2016**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization TICKET TO DREAM FOUNDATION		D Employer identification number 90-0355853
	Doing business as		E Telephone number 916-751-4354
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 962,206.
	2207 PLAZA DRIVE, SUITE 200		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
City or town, state or province, country, and ZIP or foreign postal code ROCKLIN, CA 95765		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	H(c) Group exemption number ▶
F Name and address of principal officer DALE CARLSEN SAME AS C ABOVE		I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	
J Website: WWW.TICKETTODREAM.ORG		L Year of formation: 2008 M State of legal domicile: CA	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities SEE SCHEDULE O		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	9
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	9
	5 Total number of individuals employed in calendar year 2016 (Part V, line 2a)	5	0
	6 Total number of volunteers (estimate if necessary)	6	150
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.	
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	6,459,308.	743,985.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	244,647.	193,655.
	11 Other revenue (Part VIII, column (A), lines 5, 6, 8c, 9c, 10c, and 11e)	-2,483.	155.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,831,634.	955,449.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	5,948,534.	1,158,553.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a Professional fundraising fees (Part IX, column (A), line 11)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	58,890.	44,004.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	6,007,424.	1,202,557.
19 Revenue less expenses Subtract line 18 from line 12	824,210.	-247,108.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	1,663,839.	1,473,658.
	22 Net assets or fund balances Subtract line 21 from line 20	10,164.	70,524.
		1,653,675.	1,403,134.

Part II Signature Block

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

Sign Here	Signature of officer <i>G. Davis</i>	Date			
	GINA DAVIS, PRESIDENT/EXEC DIRECTOR	02/13/2017			
Paid Preparer Use Only	Print/Type preparer's name PATRICIA A. FAITH	Preparer's signature <i>Patricia A. Faith</i>	Date 2/10/17	Check if self-employed <input type="checkbox"/>	PTIN P00294123
	Firm's name BFBA, LLP	Firm's EIN 68-0000424	Firm's address 83 SCRIPPS DRIVE, SUITE 210 SACRAMENTO, CA 95825	Phone no. 916.924.0800	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

SCANNED MAR 09 2017

94344 14

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

X

1 Briefly describe the organization's mission
SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?
If "Yes," describe these new services on Schedule O
Yes No X

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?
If "Yes," describe these changes on Schedule O
Yes No X

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 803,553. including grants of \$ 803,553.) (Revenue \$)
SLEEP TRAIN FOSTER KIDS, MATTRESS FIRM FOSTER KIDS & SLEEP COUNTRY FOSTER KIDS - THESE PROGRAMS HOLD SIX COLLECTION DRIVES THROUGHOUT THE YEAR TO GATHER IN-KIND AND MONETARY DONATIONS FOR NONPROFIT FOSTER CARE ORGANIZATIONS. MONETARY CONTRIBUTIONS ARE PROVIDED TO NON-PROFIT PARTNERS TO SUPPORT FOSTER YOUTH SERVICES. FOSTER CHILDREN THROUGHOUT CALIFORNIA, OREGON WASHINGTON AND IDAHO ARE PROVIDED WITH NECESSITIES SUCH AS NEW CLOTHING, SHOES, SCHOOL SUPPLIES AND TOYS. IN ADDITION, FUNDING IS PROVIDED TO HELP YOUTH PARTICIPATE IN EXTRA-CURRICULAR ACTIVITIES. RECIPIENT ORGANIZATIONS ARE REQUIRED TO COMPLETED AN APPLICATION AND AGREEMENT ON AN ANNUAL BASIS TO BE CONSIDERED AS A RECIPIENT. SEE SCHEDULE I FOR THIS YEAR'S RECIPIENTS OF IN-KIND DONATIONS. THE SLEEP TRAIN, INC PROVIDES LEASE SPACE FOR IN-STORE

4b (Code) (Expenses \$ 250,000. including grants of \$ 250,000.) (Revenue \$)
SLEEP TRAIN CHARITY GOLF CLASSIC - THE SLEEP TRAIN CHARITY GOLF CLASSIC IS AN ANNUAL FUNDRAISING EVENT THAT TAKES PLACE IN CALIFORNIA EACH FALL. PROCEEDS BENEFIT NONPROFIT ORGANIZATIONS THAT SUPPORT CURRENT AND FORMER FOSTER YOUTH THROUGHOUT CALIFORNIA AND THE NORTHWEST WITH PURSUING SECONDARY EDUCATION, TRANSITIONING INTO INDEPENDENT LIVING, AND PARTICIPATING IN SPECIAL EXTRACURRICULAR ACTIVITIES.

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)
SLEEP TRAIN PAJAMA BOWL & SLEEP COUNTRY PAJAMA POWL - PAJAMA BOWL IS AN ANNUAL FUNDRAISING EVENT THAT TAKES PLACE IN OREGON AND WASHINGTON EACH SPRING. FUNDS RAISED BY PAJAMA BOWL PARTICIPANTS ARE USED TO PROVIDE FOSTER CHILDREN WITH EXPERIENCES SUCH AS MUSIC LESSONS, TEAM SPORTS, AND SUMMER CAMP.

4d Other program services (Describe in Schedule O.)
(Expenses \$ 105,000. including grants of \$ 105,000.) (Revenue \$ 193,655.)

4e Total program service expenses 1,158,553.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for question number, question text, and Yes/No columns. Includes questions 1a-14b regarding Form 1096, Form W-2G, Form W-3, and other IRS filings.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	9		
1b	Enter the number of voting members included in line 1a, above, who are independent.		
	9		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
8a		X	
8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.		X
9			X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
10b			
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13.	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12b		X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.	X	
12c		X	
13	Did the organization have a written whistleblower policy?		X
14	Did the organization have a written document retention and destruction policy?		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official		X
b	Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		X
15b			X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
16b			

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **CA, ID, OR, WA, NV**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records **MARY CARSON - 916-751-4354**
2207 PLAZA DRIVE, SUITE 200, ROCKLIN, CA 95765

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MIKE WILSON BOARD MEMBER	2.00	X								
(2) LORI STEWART BOARD MEMBER	2.00	X								
(3) MAUREEN MATTHEWS BOARD MEMBER	2.00	X								
(4) TERES MUGNAINI BOARD MEMBER	2.00	X								
(5) KATHRYN CARLSEN BOARD MEMBER	2.00	X								
(6) MARY CARSON BOARD MEMBER	2.00	X								
(7) SUNNI GOODMAN BOARD MEMBER	2.00	X								
(8) ROGER MAGOWITZ BOARD MEMBER	2.00	X								
(9) DALE CARLSEN PRESIDENT & CHAIRMAN	2.00			X						
(10) MAURI KNOWLES VICE PRESIDENT	10.00			X						
(11) SARAH TIERNEY SECRETARY	2.00			X						
(12) JANET ANTON TREASURER	20.00			X						

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	743,985.				
	g Noncash contributions included in lines 1a-1f \$		530,906.				
	h Total. Add lines 1a-1f		743,985.				
Program Service Revenue	2 a BED TALKS	Business Code 900099	193,457.	193,457.			
	b GOOD DEEDS DOGS	900099	198.	198.			
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		193,655.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		155.			155.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		b Less rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b Less cost or other basis and sales expenses					
		c Gain or (loss)					
		d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a	24,411.				
		b Less direct expenses	b	6,757.			
	c Net income or (loss) from fundraising events		17,654.			17,654.	
	9 a Gross income from gaming activities See Part IV, line 19	a					
b Less direct expenses		b					
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances	a						
	b Less cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.			955,449.	193,655.	0.	17,809.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	1,158,553.	1,158,553.		
2 Grants and other assistance to domestic individuals See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management	25,400.		25,400.	
b Legal	8,260.		8,260.	
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion				
13 Office expenses	551.		551.	
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,292.		1,292.	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a BANK & CR CD PROCESSING	5,621.		5,621.	
b TAXES AND LICENSES	2,189.		2,189.	
c MISCELLANEOUS EXPENSES	578.		578.	
d BOARD EXPENSES	113.		113.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	1,202,557.	1,158,553.	44,004.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,495,173.	1	1,323,901.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	159,550.	4	141,933.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr) Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	4,380.	9	4,380.
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 15,500.		
	b Less accumulated depreciation	10b 12,056.	10c 4,736.	3,444.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities See Part IV, line 11		12	
	13 Investments - program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)		1,663,839.	16	1,473,658.
Liabilities	17 Accounts payable and accrued expenses	10,164.	17	28,899.
	18 Grants payable		18	
	19 Deferred revenue		19	41,625.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25		10,164.	26
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	1,032,088.	27	763,590.
	28 Temporarily restricted net assets	621,587.	28	639,544.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances		1,653,675.	33	1,403,134.
34 Total liabilities and net assets/fund balances		1,663,839.	34	1,473,658.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	955,449.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,202,557.
3	Revenue less expenses Subtract line 2 from line 1	3	-247,108.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,653,675.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-3,433.
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	1,403,134.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		X
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2016)

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	4914660.	5636201.	5719496.	6459308.	743,985.	23473650.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	4914660.	5636201.	5719496.	6459308.	743,985.	23473650.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						23473650.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
7 Amounts from line 4	4914660.	5636201.	5719496.	6459308.	743,985.	23473650.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	391.	361.	274.	454.	155.	1,635.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	201,955.	401,123.	135,280.	130,162.	17,654.	886,174.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI)	320.					320.
11 Total support. Add lines 7 through 10						24361779.
12 Gross receipts from related activities, etc. (see instructions)					12	822,406.

13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

14 Public support percentage for 2016 (line 6, column (f) divided by line 11, column (f))	14	96.35 %
15 Public support percentage from 2015 Schedule A, Part II, line 14	15	96.45 %

16a 33 1/3% support test - 2016. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support test - 2015. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

17a 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

b 10% -facts-and-circumstances test - 2015. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2016 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2015 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2016 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2015 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2016. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2015. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI.		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI.		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI.		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI.		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI.		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.			
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		Yes	No
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		Yes	No
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI.		Yes	No
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		Yes	No

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov 20, 1970 (explain in Part VI) See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI)		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	

7 Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI) See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions	
9 Distributable amount for 2016 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2016	(iii) Distributable Amount for 2016
1 Distributable amount for 2016 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2016 (reasonable cause required- explain in Part VI). See instructions			
3 Excess distributions carryover, if any, to 2016			
a			
b			
c From 2013			
d From 2014			
e From 2015			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2016 distributable amount			
i Carryover from 2011 not applied (see instructions)			
j Remainder Subtract lines 3g, 3h, and 3i from 3f			
4 Distributions for 2016 from Section D, line 7. \$			
a Applied to underdistributions of prior years			
b Applied to 2016 distributable amount			
c Remainder Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2016, if any Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI See instructions			
6 Remaining underdistributions for 2016 Subtract lines 3h and 4b from line 1 For result greater than zero, explain in Part VI See instructions			
7 Excess distributions carryover to 2017. Add lines 3j and 4c			
8 Breakdown of line 7:			
a			
b Excess from 2013			
c Excess from 2014			
d Excess from 2015			
e Excess from 2016			

Schedule A (Form 990 or 990-EZ) 2016

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Open to Public Inspection

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenue included on Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenue included on Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2016

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table

	Amount
1c	
1d	
1e	
1f	

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment %
- b Permanent endowment %
- c Temporarily restricted endowment %

The percentages on lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other		15,500.	12,056.	3,444.

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10c) 3,444.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c See Form 990, Part X, line 13

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d See Form 990, Part X, line 15

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a

1	Total revenue, gains, and other support per audited financial statements		1	5,553,415.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b	4,631,105.	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d	6,757.	
e	Add lines 2a through 2d	2e	4,637,862.	
3	Subtract line 2e from line 1	3	915,553.	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b	39,896.	
c	Add lines 4a and 4b	4c	39,896.	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	955,449.	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	5,803,956.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a	4,631,105.	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d	10,190.	
e	Add lines 2a through 2d	2e	4,641,295.	
3	Subtract line 2e from line 1	3	1,162,661.	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b	39,896.	
c	Add lines 4a and 4b	4c	39,896.	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	1,202,557.	

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

FUNDRAISING DIRECT EXPENSES RECLASSIFIED FROM EXPENSE	6,757.
---	--------

PART XI, LINE 4B - OTHER ADJUSTMENTS:

TAX/AUDIT NON-CASH CONTRIBUTION DIFFERENCE	39,896.
--	---------

PART XII, LINE 2D - OTHER ADJUSTMENTS:

FUNDRAISING DIRECT EXPENSES RECLASSIFIED TO REVENUE	6,757.
---	--------

TAX/AUDIT CASH CONTRIBUTION DIFFERENCE	3,433.
--	--------

TOTAL TO SCHEDULE D, PART XII, LINE 2D	10,190.
--	---------

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col (a) through col (c))	
		PAJAMA BOWL (event type)	(event type)	NONE (total number)		
Revenue	1	Gross receipts	24,411.		24,411.	
	2	Less Contributions				
	3	Gross income (line 1 minus line 2)	24,411.		24,411.	
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs	6,757.		6,757.	
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses				
	10	Direct expense summary. Add lines 4 through 9 in column (d)				6,757.
	11	Net income summary. Subtract line 10 from line 3, column (d)				17,654.

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d)				
8	Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities _____
 a Is the organization licensed to conduct gaming activities in each of these states? Yes No
 b If "No," explain _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No
 b If "Yes," explain _____

11 Does the organization conduct gaming activities with nonmembers? Yes No

12 Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity conducted in
a The organization's facility

13a		%
13b		%

b An outside facility

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records
Name ▶ _____
Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c If "Yes," enter name and address of the third party
Name ▶ _____
Address ▶ _____

16 Gaming manager information:
Name ▶ _____
Gaming manager compensation ▶ \$ _____
Description of services provided ▶ _____

 Director/officer Employee Independent contractor

17 Mandatory distributions
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV **Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

► Attach to Form 990.

► Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Open to Public
Inspection

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number
90-0355853

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
A COMING OF AGE 7891 MISSION GROVE PKWY #B RIVERSIDE, CA 92508	33-6424303	501(C)(3)	4,900.	1,500. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
AGAPE VILLAGES FOSTER FAMILY 3160 CROW CANYON PLACE, #120 SAN RAMON, CA 94582	68-0226944	501(C)(3)	4,800.	3,270. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
ALDEA CHILDREN & FAMILY SERVICES 2310 FIRST STREET NAPA, CA 94559	94-2159248	501(C)(3)	3,100.	7,120. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
ALTERNATIVE FAMILY SERVICES 1421 GUERNEVILLE RD, STE 218 SANTA ROSA, CA 95403	94-2427088	501(C)(3)	9,600.	28,715. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
BLUE SKIES FOR CHILDREN 2505 CEDARWOOD AVE, STE 2 BELLINGHAM, WA 98225	91-2061794	501(C)(3)	2,243.	6,200. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
BRIDGE THE GAP 13023 NE HWY 99, STE C VANCOUVER, WA 98686	68-0523104	501(C)(3)	5,076.	10,635. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **47.**

3 Enter total number of other organizations listed in the line 1 table

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2016)

TICKET TO DREAM FOUNDATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CASA OF JACKSON COUNTY 613 MARKET STREET MEDFORD, OR 97504	94-3215621	501(C)(3)	1,354.	3,840.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CASA VOICES FOR CHILDREN 129 NW 4TH ST. STE B CORVALLIS, OR 97330	94-3265415	501(C)(3)	50,338.	1,200.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CHILD ADVOCATES OF SILICON VA 509 VALLEY WAY MILPITAS, CA 95035	77-0250773	501(C)(3)	5,900.	20,865.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CHILD ADVOCATES 2401 PORTSMOUTH, SUITE 210 HOUSTON, TX 77098	76-0111345	501(C)(3)	0.	7,310.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CHILDREN'S FUND 348 W. HOSPITALITY LANE, SUITE 110 SAN BERNADINO, CA 92408	33-0193286	501(C)(3)	4,900.	4,750.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CHILDREN'S LAW CENTER 8950 CAL CENTER DR., STE 301 SACRAMENTO, CA 95826	95-4252143	501(C)(3)	9,053.	14,000.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
CITY YOUTH NOW 375 WOODSIDE AVENUE SAN FRANCISCO, CA 94127	94-1519135	501(C)(3)	55,900.	28,740.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
COMM & FAMILY SVCS FDN 1502 ROLAND AVENUE PORT ORCHARD, WA 98366	91-1976364	501(C)(3)	4,487.	16,466.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
EAST BAY CHILDREN'S LAW OFF 7700 EDGEWATER DRIVE STE 210 OAKLAND, CA 94621	26-4504468	501(C)(3)	4,200.	12,090.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
EDGEWOOD CNTR FOR CHILDR&FAM 1801 VICENTE STREET SAN FRANCISCO, CA 94116	94-1186168	501(C)(3)	3,100.	4,805.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
EMQ FAMILIES FIRST 2100 FIFTH STREET AVENUE DAVIS, CA 95618	94-2295953	501(C)(3)	12,500.	19,915.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FAMILIES FOR CHILDREN 2990 LAVA RIDGE CT, # 170 ROSEVILLE, CA 95661	94-3083329	501(C)(3)	5,200.	3,130.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FOSTER A DREAM 628 ESCOBAR STREET MARTINEZ, CA 94553	94-6001984	501(C)(3)	7,300.	38,445.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FOSTER AND ADOPTIVE PARENT ASSOCIATION OF LANE COUNTY - PO BOX 71531 - EUGENE, OR 97401	93-0900054	501(C)(3)	2,538.	5,375.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FRED FINCH YOUTH CENTER 3800 COOLIDGE AVE OAKLAND, CA 94602	94-0474080	501(C)(3)	17,900.	11,695.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
KOINONIA FOSTER HOMES P.O. BOX 1403 LOOMIS, CA 95650	94-2792265	501(C)(3)	16,208.	6,400.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM/SCHOLARSHIPS	
LILLIPUT CHILDRENS SERVICES 8391 AUBURN BLVD CITRUS HEIGHTS, CA 95610	94-2614102	501(C)(3)	7,400.	14,415.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
MONTEREY COUNTY ASSOCIATION P.O. BOX 2283 SALINAS, CA 93902	27-3526596	501(C)(3)	3,100.	4,805.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	

TICKET TO DREAM FOUNDATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NAPA FOSTER PARENT ASSOC 1025 BANBURY CT NAPA, CA 94558	68-0414371	501(C)(3)	2,600.	4,805.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
OLIVE CREST 515 116TH AVE NE, STE 174 BELLEVUE, WA 98004	95-2877102	501(C)(3)	21,045.	43,200.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
OR FOSTER PARENT ASSOC 707 13TH STREET, STE 275 SALEM, OR 97301	91-1803863	501(C)(3)	3,723.	9,365.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
PROMISE2KIDS 9440 RUFFIN CT, STE A SAN DIEGO, CA 92123	95-3655288	501(C)(3)	9,000.	3,500.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
RIVER OAK CENTER FOR CHILDREN 5445 LAUREL HILLS DRIVE SACRAMENTO, CA 95841	94-2519001	501(C)(3)	4,200.	9,790.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
SACRAMENTO CHILDREN'S HOME 2750 SUTTERVILLE ROAD SACRAMENTO, CA 95820	94-1156588	501(C)(3)	2,600.	2,800.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
SAN DIEGO FOSTER PARENT ASSOC 1089 EL CAJON BLVD, STE D EL CAJON, CA 92020	33-0925183	501(C)(3)	9,000.	3,500.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
SANTA CLARA COUNTY FOSTER & ADOPTIVE PARENT ASSOCIATION - 373 WEST JULIAN STREET - SAN JOSE, CA 95110	77-0044714	501(C)(3)	5,900.	29,060.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
SENECA FAMILY OF AGENCIES 6925 CHABOT ROAD OAKLAND, CA 94618	94-2971761	501(C)(3)	4,400.	4,030.	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SIERRA FOREVER FAMILIES 8928 VOLUNTEER LANE, SUITE 100 SACRAMENTO, CA 95826	68-0002878	501(C)(3)	3,100.	5,950. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
STRAIGHT FROM THE HEART 839 WEST SAN MARCOS BLVD. SAN MARCOS, CA 92078	33-0883050	501(C)(3)	9,000.	3,500. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
UNIVERSITY FOUNDATION-SAC STATE 6000 J ST. SACRAMENTO, CA 95819	94-3001359	501(C)(3)	50,000.	0. AMOUNT GIVEN		CHARITABLE CONTRIBUTION	
THE WISHING WELL 4720 112TH STREET E TACOMA, WA 98446	45-4004786	501(C)(3)	7,179.	18,000. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
TREEHOUSE 2100 24TH AVENUE S. # 200 SEATTLE, WA 98144	91-1425676	501(C)(3)	11,216.	28,250. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
UNITY CARE GROUP 1400 PARKMOOR AVE, STE 115 SAN JOSE, CA 95126	77-0323115	501(C)(3)	4,900.	21,365. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
VALLEY OF MOON CHILDREN FDN P.O. BOX 11671 SANTA ROSA, CA 95406	68-0343720	501(C)(3)	3,100.	4,805. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
YOUTH & FAMILY PROGRAM 2877 CHILDRESS DRIVE ANDERSON, CA 96007	68-0027507	501(C)(3)	6,200.	7,980. ITEMS	FMV/COST FOR NEW CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
CANINE COMPANIONS FOR INDEPENDENCE P.O. BOX 446 SANTA ROSA, CA 95402	94-2494324	501(C)(3)	105,000.	0. AMOUNT GIVEN		ASSISTANCE DOGS	

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ANGEL REACH 729 NORTH FRAZIER CONROE, TX 77301	20-5665097	501(C)(3)	0.	7,360.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	
CHILDSERV 8765 WEST HIGGINS, SUITE 450 HOUSTON, TX 77098	36-2171716	501(C)(3)	0.	5,000.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
LUTHERAN SOCIAL SERVICES 1001 EAST TOUCHY AVE. DES PLAINES, IL 60018	36-2584799	501(C)(3)	0.	9,200.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	
POSTERING SCHOLARS PROGRAMS SEATTLE UNIVERSITY - 901 12TH AVENUE - SEATTLE, WA 98122	91-0565006	501(C)(3)	50,000.	0.	AMOUNT GIVEN		
PRIDE INDUSTRIES FOUNDATION 10030 FOOTHILLS BLVD. ROSEVILLE, CA 95747	20-4914325	501(C)(3)	50,000.	0.	AMOUNT GIVEN		SCHOLARSHIP PROGRAM

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b), and any other additional information

PART I, LINE 2:

TICKET TO DREAM FOUNDATION DONATES ONLY TO OTHER SECTION 501(C)(3) ORGANIZATIONS THAT ARE REQUIRED TO MONITOR THEIR USE OF GRANT FUNDS.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No 1545-0047

2016

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization **TICKET TO DREAM FOUNDATION** Employer identification number **90-0355853**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods	X		530,906	THRIFT & COST
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ()				
26 Other ()				
27 Other ()				
28 Other ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II		

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Open to Public
Inspection

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number
90-0355853

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION

TICKET TO DREAM FOUNDATION PROVIDES IN-KIND AND MONETARY CONTRIBUTIONS
TO NON-PROFIT ORGANIZATIONS LOCATED IN CALIFORNIA, NEVADA, WASHINGTON
OREGON AND IDAHO WITH PARTICULAR EMPHASIS ON CHARITIES RELATED TO
CHILDREN IN NEED.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION

TICKET TO DREAM FOUNDATION PROVIDES IN-KIND AND MONETARY CONTRIBUTIONS
TO NON-PROFIT ORGANIZATIONS LOCATED IN CALIFORNIA, NEVADA, WASHINGTON
OREGON AND IDAHO WHERE SLEEP TRAIN, MATTRESS DISCOUNTERS AND SLEEP
COUNTRY USA DO BUSINESS. OUR CHARITABLE PURPOSE IS TO SUPPORT WORTHY
CHARITABLE CAUSES AND CHARITIES WITH PARTICULAR EMPHASIS ON CHARITIES
RELATED TO CHILDREN IN NEED.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

COLLECTION DRIVES AND PAID EMPLOYEES TO MANAGE THESE COLLECTION DRIVES.
75% OF TICKET TO DREAM EFFORTS ARE DEVOTED TO THESE IN-STORE COLLECTION
DRIVES.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

SCHOLARSHIPS-THE ORGANIZATION PROVIDES EACH OF THEIR BOARD MEMBERS THE
OPPORTUNITY TO DESIGNATE A \$1,000 SCHOLARSHIP/GRANT TO IMPROVE THE
LIVES OF FOSTER YOUTH.

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

GOOD DEED DOGS - GOOD DEED DOGS IS DEDICATED TO RAISING FUNDS AND AWARENESS FOR HIGHLY SKILLED ASSISTANCE DOGS THAT ARE NEEDED TO ENHANCE THE LIVES OF PEOPLE LIVING WITH DISABILITY OR RECOVERING FROM A SERIOUS MEDICAL CONDITION. ALL FUNDS RAISED BENEFIT THE EXCLUSIVE PARTNER, CANINE COMPANIONS FOR INDEPENDENCE, WHICH IS A NATIONWIDE 501(C)(3) NON-PROFIT ORGANIZATION DEDICATED TO TRAINING HIGHLY SKILLED ASSISTANCE DOGS AND MATCHING THEM WITH CLIENTS.

EXPENSES \$ 105,000. INCLUDING GRANTS OF \$ 105,000. REVENUE \$ 198.

BEDTALKS - BEDTALKS IS MATTRESS FIRM'S ANNUAL LEADERSHIP CONFERENCE. FUNDS ARE RAISED A NUMBER OF WAYS DURING THE EVENT BY EMPLOYEES AND VENDOR PARTNERS OF MATTRESS FIRM, THE MOST SUCCESSFUL OF WHICH ARE THROUGH AN AUCTION AND MERCHANDISE SALES. THE FUNDS RAISED AT THE EVENT ARE SPLIT EQUALLY BETWEEN THE FOUNDATION'S EFFORTS SUPPORTING FOSTER KIDS AND PANCREATIC CANCER RESEARCH.

EXPENSES \$ 0. INCLUDING GRANTS OF \$ 0. REVENUE \$ 193,457.

12 K'S OF CHRISTMAS - THE SLEEP COUNTRY FOSTER KIDS PROGRAM IS THE BENEFICIARY OF THE 12 K'S OF CHRISTMAS HOLIDAY RUN THAT TAKES PLACE IN THE SEATTLE AREA EACH DECEMBER. THE SLEEP COUNTRY FOSTER KIDS PROGRAM RECEIVES A \$1 MONETARY DONATION FOR EACH RACE PARTICIPANT AND ONLINE DONATIONS. IN ADDITION, RACE PARTICIPANTS DONATE TOYS FOR THE SLEEP COUNTRY FOSTER KIDS PROGRAM AT THE EVENT.

FORM 990, PART VI, SECTION A, LINE 2:

LINE 2 EXPLANATION - BUSINESS RELATIONSHIPS:

DALE CARLSEN (BOARD MEMBER), MIKE WILSON (BOARD MEMBER), MAURI KNOWLES (OFFICER) AND SARAH TIERNEY (SECRETARY) OF TICKET TO DREAM FOUNDATION ("THE

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

FOUNDATION") ARE ALSO EMPLOYEES OR OFFICERS OF MATTRESS FIRM, INC., (MFRM) OR BUNKER WILSON, LLC. AS A RESULT, MFRM IS A MAJOR SUPPORTER OF THE IN-STORE COLLECTION DRIVES AND DONATE LIMITED ADMINISTRATIVE RESOURCES AND SUPPORT TO THE FOUNDATION, INCLUDING COMPUTER AND OFFICE EQUIPMENT, OFFICE SUPPLIES AND OFFICE SPACE, AS WELL AS ADMINISTRATIVE, PUBLIC RELATIONS AND EXTERNAL COMMUNICATIONS SUPPORT. THE FOUNDATION DOES NOT REIMBURSE MFRM FOR THE ADMINISTRATIVE RESOURCES AND SUPPORT WHICH THEY PROVIDE. AS SUCH, THE RESULTING REVENUE AND RELATED EXPENSES HAVE BEEN RECOGNIZED IN THE FINANCIAL STATEMENTS FOR THESE DONATED ADMINISTRATIVE RESOURCES AND SUPPORT BUT AS REQUIRED NOT RECOGNIZED ON THE TAX RETURN, SEE ADJUSTMENT FOR DONATED SERVICES AND USE OF FACILITIES ON SCHEDULE D, PART XI. THE FOUNDATION DOES REIMBURSE BUNKER WILSON FOR ADMINISTRATIVE SUPPORT, EXPENSE IS RECORDED AS MANAGEMENT FEES. HOWEVER, MFRM AND BUNKER WILSON, LLC DO NOT HAVE CONTROL OVER THE FOUNDATION BECAUSE THREE OUT OF THE FIVE VOTING BOARD OF DIRECTORS ARE UNRELATED TO EITHER A BUSINESS OR FAMILY RELATIONSHIP.

FAMILY RELATIONSHIP:

DALE CARLSEN (OFFICER) AND KATHRYN CARLSEN (BOARD MEMBER) ARE MARRIED.

FORM 990, PART VI, SECTION B, LINE 11B:

LINE 11A EXPLANATION - THE INITIAL REVIEW OF THE FORM 990 IS PERFORMED BY OFFICERS OF THE ORGANIZATION WITH SUBSEQUENT BOARD MEETING DISCUSSIONS. A COPY IS PROVIDED TO ALL MEMBERS BEFORE FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

THE BOARD OF DIRECTORS REVIEWS ALL OFFICERS AND DIRECTORS ANNUALLY TO DETERMINE THAT THERE ARE NO CONFLICTS OF INTEREST IN ADDITION TO REQUIRING DISCLOSURE OF POTENTIAL CONFLICTS BY SUCH PERSONS.

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

FORM 990, PART VI, SECTION C, LINE 19:

DOCUMENTS ARE AVAIABLE UPON REQUEST.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

TAX/AUDIT CASH DONATION DIFFERENCE

-3,433.