



**Part III** Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☒

1 Briefly describe the organization's mission:

THE MISSION OF THE FOUNDATION IS, THROUGH SUPPORTING EDUCATIONAL ORGANIZATIONS, TO STIMULATE TRANSFORMATIVE CHANGE OF PUBLIC EDUCATION SYSTEMS ACROSS NEW ENGLAND BY GROWING A GREATER VARIETY OF HIGHER EDUCATIONAL OPPORTUNITIES THAT ENABLE ALL LEARNERS - ESPECIALLY AND

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

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 \$ 35,880,706. including grants of \$ 30,434,826. ) (Revenue \$ )

THE NELLIE MAE EDUCATION FOUNDATION ("FOUNDATION") IS COMMITTED TO ENSURING ALL NEW ENGLAND SCHOOLS AND COMMUNITIES FULLY PREPARE THEIR STUDENTS SO THEY GRADUATE READY TO SUCCEED IN COLLEGE OR THE WORKPLACE AND CONTRIBUTE TO THEIR COMMUNITIES AS INFORMED CITIZENS. WE SUPPORT THE PEOPLE AND ORGANIZATIONS WHO CONTRIBUTE TO MAKING OUR PUBLIC SCHOOLS THE BEST THEY CAN BE - INCLUDING STUDENTS AND PARENTS, TEACHERS AND ADMINISTRATORS, POLICYMAKERS AND THOUGHT LEADERS. THE FOUNDATION IS COMMITTED TO ENSURING THAT ALL NEW ENGLAND STUDENTS GET THE EDUCATION THEY NEED - NO MATTER WHO THEY ARE OR WHERE THEY LIVE. STUDENTS ENGAGE WITH LEARNING IN DIFFERENT WAYS, SO PUBLIC SCHOOLS NEED STUDENT-CENTERED STRATEGIES, RATHER THAN A TOP-DOWN, ONE-SIZE-FITS-ALL APPROACH. TODAY'S INNOVATION ECONOMY AND DIVERSE SOCIETY REQUIRES

4b (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4c (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses 35,880,706.

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**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 <b>Section 501(c)(3) organizations.</b> 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

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**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 <b>Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> 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 <b>Section 501(c)(3) organizations.</b> 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

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**Part V** Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
<b>1a</b> Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	<b>1a</b> 41		
<b>b</b> Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	<b>1b</b> 0		
<b>c</b> Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	<b>1c</b>	X	
<b>2a</b> Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	<b>2a</b> 28		
<b>b</b> If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	<b>2b</b>	X	
<b>3a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year?	<b>3a</b>	X	
<b>b</b> If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O	<b>3b</b>	X	
<b>4a</b> At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	<b>4a</b>		X
<b>b</b> If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
<b>5a</b> Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	<b>5a</b>		X
<b>b</b> Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	<b>5b</b>		X
<b>c</b> If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	<b>5c</b>		
<b>6a</b> Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	<b>6a</b>		X
<b>b</b> If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	<b>6b</b>		
<b>7 Organizations that may receive deductible contributions under section 170(c).</b>			
<b>a</b> Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	<b>7a</b>		X
<b>b</b> If "Yes," did the organization notify the donor of the value of the goods or services provided?	<b>7b</b>		
<b>c</b> Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	<b>7c</b>		X
<b>d</b> If "Yes," indicate the number of Forms 8282 filed during the year	<b>7d</b>		
<b>e</b> Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<b>7e</b>		X
<b>f</b> Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>7f</b>		X
<b>g</b> If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	<b>7g</b>		
<b>h</b> If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	<b>7h</b>		
<b>8 Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	<b>8</b>		
<b>9 Sponsoring organizations maintaining donor advised funds.</b>			
<b>a</b> Did the sponsoring organization make any taxable distributions under section 4966?	<b>9a</b>		
<b>b</b> Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	<b>9b</b>		
<b>10 Section 501(c)(7) organizations.</b> Enter:			
<b>a</b> Initiation fees and capital contributions included on Part VIII, line 12	<b>10a</b>		
<b>b</b> Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	<b>10b</b>		
<b>11 Section 501(c)(12) organizations.</b> Enter:			
<b>a</b> Gross income from members or shareholders	<b>11a</b>		
<b>b</b> Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	<b>11b</b>		
<b>12a Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	<b>12a</b>		
<b>b</b> If "Yes," enter the amount of tax-exempt interest received or accrued during the year	<b>12b</b>		
<b>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</b>			
<b>a</b> Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O.	<b>13a</b>		
<b>b</b> Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	<b>13b</b>		
<b>c</b> Enter the amount of reserves on hand	<b>13c</b>		
<b>14a</b> Did the organization receive any payments for indoor tanning services during the tax year?	<b>14a</b>		X
<b>b</b> If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	<b>14b</b>		

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**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**

	1a	1b	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	15			
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.				
b Enter the number of voting members included in line 1a, above, who are independent		15		
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?			2	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?			3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?			4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?			5	X
6 Did the organization have members or stockholders?			6	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?			7a	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?			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?			8a	X
b Each committee with authority to act on behalf of the governing body?			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			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?		
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	
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	
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	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
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?		

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed **MA**

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: **MICHAEL CAREY - 781-348-4271**  
**1250 HANCOCK STREET, 701N, QUINCY, MA 02169**



**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) ALLEN BOSTON DIRECTOR	4.00	X						24,272.	0.	0.
(2) GREGORY GUNN DIRECTOR	4.00	X						24,000.	0.	0.
(3) KAREN HAMMOND DIRECTOR	4.00	X						28,000.	0.	0.
(4) DEBORAH JEWELL SHERMAN DIRECTOR	3.00	X						20,000.	0.	0.
(5) STEPHEN KOSSAKOSKI DIRECTOR	4.00	X						24,272.	0.	0.
(6) JOANNA LAU DIRECTOR	4.00	X						24,000.	0.	0.
(7) ELSA NUNEZ DIRECTOR	3.00	X						20,212.	0.	0.
(8) JANET PHLEGAR DIRECTOR	5.00	X						32,000.	0.	0.
(9) COLLEEN QUINT DIRECTOR	4.00	X						24,000.	0.	0.
(10) JOHN REMONDI DIRECTOR	3.00	X						20,000.	0.	0.
(11) WARREN SIMMONS DIRECTOR	3.00	X						20,000.	0.	0.
(12) DANIA VAZQUEZ DIRECTOR	3.00	X						20,000.	0.	0.
(13) NICHOLAS WARREN DIRECTOR	3.00	X						20,000.	0.	0.
(14) DAVID WOLK DIRECTOR	3.00	X						20,000.	0.	0.
(15) PRABAL CHAKRABARTI DIRECTOR	3.00	X						0.	0.	0.
(16) NICHOLAS C. DONOHUE PRESIDENT & CEO	40.00			X				477,890.	0.	65,339.
(17) MICHAEL CAREY TREASURER & VP FOR FINANCE & ADMIN.	40.00			X				260,563.	0.	57,351.

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(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			
(18) PAMELA WHITE CLERK	40.00			X				95,434.	0.	29,279.
(19) MARY HARRISON VP OF PROGRAMS	40.00				X			238,599.	0.	54,779.
(20) SHAUN ADAMEC DIRECTOR OF COMMUNICATIONS	40.00					X		176,375.	0.	51,225.
(21) CHARLES TOULMIN DIRECTOR OF POLICY	40.00					X		156,109.	0.	46,698.
(22) SONIA GLEASON DIR. OF STRATEGIC LEARNING & EVAL.	40.00					X		152,983.	0.	46,548.
(23) EVE GOLDBERG DIRECTOR OF RESEARCH	40.00					X		146,053.	0.	44,099.
(24) JESSICA SPOHN SENIOR PROGRAM DIRECTOR	40.00					X		145,900.	0.	44,738.
<b>1b Sub-total</b>								2,170,662.	0.	440,056.
<b>c Total from continuation sheets to Part VII, Section A</b>								0.	0.	0.
<b>d Total (add lines 1b and 1c)</b>								2,170,662.	0.	440,056.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **13**

- 3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual **3** **X**
- 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual **4** **X**
- 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person **5** **X**

**Section B. Independent Contractors**

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
EDUCATION FIRST CONSULTING PO BOX 22871, SEATTLE, WA 98122-0871	ALLIANCE BUILDING INTERMEDIARY	290,260.
PRIME BUCHHOLZ & ASSOCIATES 273 CORPORATE DRIVE, PORTSMOUTH, NH 03801	INVESTMENT CONSULTANT	211,726.
SOLOMON MCCOWN 177 MILK STREET, STE. 610, BOSTON, MA 02109	COMMUNICATION CONSULTANT	169,994.
IMAJ ASSOCIATES, 11 WILLIAM REYNOLDS FM ROAD, WEST KINGSTON, RI 02892	COMMUNICATION INTERMEDIARY	118,000.
HELIx LEARNING PARTNERS 73 LARCHMONT AVE., NEWTON, MA 02468	EVALUATOR	105,500.
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization <b>6</b>		

**Part VIII** Statement of RevenueCheck 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
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1 a</b> Federated campaigns	<b>1a</b>					
	<b>b</b> Membership dues	<b>1b</b>					
	<b>c</b> Fundraising events	<b>1c</b>					
	<b>d</b> Related organizations	<b>1d</b>					
	<b>e</b> Government grants (contributions)	<b>1e</b>					
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>					
	<b>g</b> Noncash contributions included in lines 1a-1f: \$						
	<b>h Total.</b> Add lines 1a-1f						
<b>Program Service Revenue</b>	<b>Business Code</b>						
	<b>2 a</b>						
	<b>b</b>						
	<b>c</b>						
	<b>d</b>						
	<b>e</b>						
	<b>f</b> All other program service revenue						
	<b>g Total.</b> Add lines 2a-2f						
<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts)			3,711,561.		-756,236.	4,467,797.
	<b>4</b> Income from investment of tax-exempt bond proceeds						
	<b>5</b> Royalties						
	<b>6 a</b> Gross rents	(i) Real	(ii) Personal				
	<b>b</b> Less: rental expenses						
	<b>c</b> Rental income or (loss)						
	<b>d</b> Net rental income or (loss)						
	<b>7 a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
	<b>b</b> Less: cost or other basis and sales expenses			150,858,730.			
	<b>c</b> Gain or (loss)			135,888,564.			
	<b>d</b> Net gain or (loss)			14,970,166.			14,970,166.
	<b>8 a</b> Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18	a					
	<b>b</b> Less: direct expenses	b					
	<b>c</b> Net income or (loss) from fundraising events						
	<b>9 a</b> Gross income from gaming activities. See Part IV, line 19	a					
	<b>b</b> Less: direct expenses	b					
	<b>c</b> Net income or (loss) from gaming activities						
	<b>10 a</b> Gross sales of inventory, less returns and allowances	a					
	<b>b</b> Less: cost of goods sold	b					
	<b>c</b> Net income or (loss) from sales of inventory						
<b>Miscellaneous Revenue</b>			<b>Business Code</b>				
<b>11 a</b>							
<b>b</b>							
<b>c</b>							
<b>d</b> All other revenue							
<b>e Total.</b> Add lines 11a-11d							
<b>12 Total revenue.</b> See instructions.				18,681,727.	0.	-756,236.	19,437,963.

**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	30,434,826.	30,434,826.		
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	1,584,222.	677,242.	906,980.	
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	2,204,809.	1,593,715.	611,094.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	263,755.	211,389.	52,366.	
9 Other employee benefits	392,750.	269,137.	123,613.	
10 Payroll taxes	204,797.	134,453.	70,344.	
11 Fees for services (non-employees):				
a Management				
b Legal	29,491.		29,491.	
c Accounting	69,781.		69,781.	
d Lobbying	66,000.		66,000.	
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	1,555,268.		1,555,268.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	1,919,369.	1,594,330.	325,039.	
12 Advertising and promotion				
13 Office expenses	180,008.	111,840.	68,168.	
14 Information technology	122,555.	76,143.	46,412.	
15 Royalties				
16 Occupancy	359,976.	223,653.	136,323.	
17 Travel	176,015.	130,548.	45,467.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	282,011.	247,017.	34,994.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	74,041.	46,002.	28,039.	
23 Insurance	51,077.	31,734.	19,343.	
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 REGIONAL ASSOCIATIONS	88,415.	88,415.		
b PROF. DVLPM/ MEMBERSHIP	23,916.	10,262.	13,654.	
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	40,083,082.	35,880,706.	4,202,376.	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
<b>Assets</b>	1 Cash - non-interest-bearing .....	366,251.	1	794,679.
	2 Savings and temporary cash investments .....		2	
	3 Pledges and grants receivable, net .....		3	
	4 Accounts receivable, net .....		4	
	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 .....	574,601.	7	539,044.
	8 Inventories for sale or use .....		8	
	9 Prepaid expenses and deferred charges .....		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....	10a 2,308,736.		
	b Less: accumulated depreciation .....	10b 1,047,991.	10c	1,260,745.
	11 Investments - publicly traded securities .....	145,787,533.	11	160,137,697.
	12 Investments - other securities. See Part IV, line 11 .....	361,037,411.	12	380,646,067.
	13 Investments - program-related. See Part IV, line 11 .....		13	
	14 Intangible assets .....		14	
	15 Other assets. See Part IV, line 11 .....		15	
16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) .....	507,900,527.	16	543,378,232.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....	968,035.	17	1,652,433.
	18 Grants payable .....	19,599,940.	18	23,656,985.
	19 Deferred revenue .....		19	
	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 <b>Total liabilities.</b> Add lines 17 through 25 .....	20,567,975.	26	25,309,418.
	<b>Net Assets or Fund Balances</b>	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 .....		487,032,552.	27	518,068,814.
28 Temporarily restricted net assets .....		300,000.	28	0.
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 <b>Total net assets or fund balances</b> .....		487,332,552.	33	518,068,814.
34 <b>Total liabilities and net assets/fund balances</b> .....		507,900,527.	34	543,378,232.

Form 990 (2017)

**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	18,681,727.
2	Total expenses (must equal Part IX, column (A), line 25)	2	40,083,082.
3	Revenue less expenses. Subtract line 2 from line 1	3	-21,401,355.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	487,332,552.
5	Net unrealized gains (losses) on investments	5	52,137,617.
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	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	518,068,814.

**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	2a	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	2b	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.	2c	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? _____	3a	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 _____	3b	

Form 990 (2017)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2017**

Open to Public  
Inspection

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: \_\_\_\_\_
- 10 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
- a ☒ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
- b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
- c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
- d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
- e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations \_\_\_\_\_

**SEE PART VI**

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
SEE PART VI		2, 6, 7 & 9			30,434,826.	
<b>Total</b>	<b>PART VI</b>				30,434,826.	0.

**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) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>4 Total.</b> Add lines 1 through 3 .....						
<b>5</b> 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) .....						
<b>6 Public support.</b> Subtract line 5 from line 4.						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
<b>7</b> Amounts from line 4 .....						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources .....						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on .....						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>11 Total support.</b> Add lines 7 through 10						
<b>12</b> Gross receipts from related activities, etc. (see instructions) .....					12	
<b>13 First five years.</b> 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 <b>stop here</b> .....						<input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f)) .....	14		%
<b>15</b> Public support percentage from 2016 Schedule A, Part II, line 14 .....	15		%
<b>16a 33 1/3% support test - 2017.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....			
<b>b 33 1/3% support test - 2016.</b> 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 <b>stop here.</b> The organization qualifies as a publicly supported organization .....			
<b>17a 10% -facts-and-circumstances test - 2017.</b> 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 <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....			
<b>b 10% -facts-and-circumstances test - 2016.</b> 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 <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....			
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions .....			

Schedule A (Form 990 or 990-EZ) 2017



(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) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> 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 .....						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge ...						
<b>6 Total.</b> Add lines 1 through 5 .....						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....						
<b>b</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 .....						
<b>c</b> Add lines 7a and 7b .....						
<b>8 Public support.</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
<b>9</b> Amounts from line 6 .....						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources ...						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....						
<b>c</b> Add lines 10a and 10b .....						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on .....						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>13 Total support.</b> (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**

<b>15</b> Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f)) .....	<b>15</b>	%
<b>16</b> Public support percentage from 2016 Schedule A, Part III, line 15 .....	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f)) .....	<b>17</b>	%
<b>18</b> Investment income percentage from 2016 Schedule A, Part III, line 17 .....	<b>18</b>	%

**19a 33 1/3% support tests - 2017.** 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 - 2016.** 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? <i>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.</i>		X
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>	X	
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		X
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)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		X
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>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.</i>		
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)? <i>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.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>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).</i>		X
b <b>Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c <b>Substitutions only.</b> 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? <i>If "Yes," provide detail in Part VI.</i>		X
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? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		X
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		X
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))? <i>If "Yes," provide detail in Part VI.</i>		X
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? <i>If "Yes," provide detail in Part VI.</i>		X
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? <i>If "Yes," provide detail in Part VI.</i>		X
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)? <i>If "Yes," answer 10b below.</i>		X
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)

- 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.*

	Yes	No
11a		X
11b		X
11c		X

**Section B. Type I Supporting Organizations**

- 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.*

	Yes	No
1	X	
2		X

**Section C. Type II Supporting Organizations**

- 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).*

	Yes	No
1		

**Section D. All Type III Supporting Organizations**

- 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.*

	Yes	No
1		
2		
3		

**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 ☐ The organization satisfied the Activities Test. *Complete line 2 below.*
- b ☐ The organization is the parent of each of its supported organizations. *Complete line 3 below.*
- c ☐ 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.*
- 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.*
- 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.*
- 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
2a		
2b		
3a		
3b		

**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	<b>Adjusted Net Income</b> (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	<b>Total</b> (add lines 1a, 1b, and 1c)	1d	
e	<b>Discount</b> 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	<b>Minimum Asset Amount</b> (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	<b>Distributable Amount.</b> Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Schedule A (Form 990 or 990-EZ) 2017



**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	<b>Total annual distributions.</b> 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 2017 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-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, 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 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 Excess distributions carryover to 2018. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

Schedule A (Form 990 or 990-EZ) 2017

**Part VI** **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information.  
(See instructions.)

**PART I, LINE 12G, PART IV, SECTION A, LINE 1, AND PART IV,**

**SECTION B, LINE 1:**

NELLIE MAE EDUCATION FOUNDATION, INC. (THE "FOUNDATION") IS ORGANIZED AND OPERATED AS AN ORGANIZATION EXEMPT FROM TAXATION UNDER IRC SECTION 501(C)(3). IT IS NOT A PRIVATE FOUNDATION BECAUSE IT IS A SUPPORTING ORGANIZATION AS DESCRIBED IN IRC SECTION 509(A)(3). IN PRIOR YEARS, THE FOUNDATION WAS ALSO A PUBLICLY SUPPORTED AS DESCRIBED IN IRC SECTION 509(A)(2).

PURSUANT TO ITS ARTICLES OF ORGANIZATION, THE FOUNDATION OPERATES EXCLUSIVELY FOR THE BENEFIT OF, AND TO PROMOTE THE CHARITABLE AND EDUCATIONAL PURPOSES OF A CLASS OF ORGANIZATIONS, INCLUDING UNIVERSITIES, COLLEGES, SECONDARY SCHOOLS, ELEMENTARY SCHOOLS, AND OTHER EDUCATIONAL ORGANIZATIONS WHICH ARE DESCRIBED IN IRC SECTION 501(C)(3) AND WHICH ARE NOT PRIVATE FOUNDATIONS AS DESCRIBED IN IRC SECTION 509(A). THE FOUNDATION'S ACTIVITIES INCLUDE MAKING GRANTS TO THE PUBLIC CHARITIES IT SUPPORTS AND PROVIDING SERVICES TO THOSE ORGANIZATIONS. A MAJORITY OF THE FOUNDATION'S DIRECTORS ARE REPRESENTATIVES OF ORGANIZATIONS THAT WOULD BE ELIGIBLE TO RECEIVE SUPPORT FROM THE FOUNDATION. IN ADDITION, THE COMMITTEE THAT NOMINATES BOARD MEMBERS IS COMPOSED ENTIRELY OF DIRECTORS WHO ARE ALSO OFFICERS, DIRECTORS, KEY EMPLOYEES OR PERSONS SERVING IN A LEADERSHIP ROLE IN PUBLIC CHARITIES THAT WOULD BE ELIGIBLE TO RECEIVE SUPPORT FROM THE FOUNDATION. THE FOUNDATION ONLY SUPPORTS PUBLIC CHARITIES DESCRIBED IN IRC SECTION 509(A)(1) OR 509(A)(2) AND ONLY ORGANIZATIONS THAT ARE ORGANIZED IN THE UNITED STATES.

**Part VI**

**Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information.  
(See instructions.)

PART IV, SECTION A, LINE 2:

PUBLIC SCHOOL SYSTEM GRANTEES ARE DESCRIBED IN SECTION 509(A)(1) AND  
TYPICALLY DO NOT HAVE IRS DETERMINATION LETTERS. THE FOUNDATION  
VERIFIES PUBLIC SCHOOL/GOVERNMENTAL STATUS IN WRITING.

**SCHEDULE C**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Political Campaign and Lobbying Activities**

For Organizations Exempt From Income Tax Under section 501(c) and section 527  
▶ **Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.**  
▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

OMB No. 1545-0047

**2017**

**Open to Public  
Inspection**

**If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then**

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

**If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then**

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

**If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then**

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization

**NELLIE MAE EDUCATION FOUNDATION, INC.**

Employer identification number

**04-2755323**

**Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.**

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ..... ▶ \$

3 Volunteer hours for political campaign activities .....

**Part I-B Complete if the organization is exempt under section 501(c)(3).**

1 Enter the amount of any excise tax incurred by the organization under section 4955 ..... ▶ \$

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ..... ▶ \$

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ..... ☐ Yes ☐ No

4a Was a correction made? ..... ☐ Yes ☐ No

b If "Yes," describe in Part IV.

**Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).**

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ..... ▶ \$

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527  
exempt function activities ..... ▶ \$

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL,  
line 17b ..... ▶ \$

4 Did the filing organization file Form 1120-POL for this year? ..... ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990 or 990-EZ) 2017

LHA

732041 11-09-17



**Part II-A** Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying) .....			
b Total lobbying expenditures to influence a legislative body (direct lobbying) .....			
c Total lobbying expenditures (add lines 1a and 1b) .....			
d Other exempt purpose expenditures .....			
e Total exempt purpose expenditures (add lines 1c and 1d) .....			
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.			
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f) .....			
h Subtract line 1g from line 1a. If zero or less, enter -0- .....			
i Subtract line 1f from line 1c. If zero or less, enter -0- .....			
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? .....			

☐ Yes ☐ No
**4-Year Averaging Period Under section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.)

See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2017

**Part II-B** Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?		X	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		X	
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		66,000.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?		X	
j Total. Add lines 1c through 1i			66,000.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

**Part III-A** Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

**Part III-B** Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

**Part IV** Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

**PART II-B, LINE 1, LOBBYING ACTIVITIES:**

A LOBBYING FIRM WAS HIRED DURING 2017 TO MONITOR ACTIVITY ON PROPOSED STATE LEGISLATION AFFECTING THE FOUNDATION'S PRACTICES AND TO MEET WITH COMMITTEE AND COMMITTEE STAFF MEMBERS TO DISCUSS SUCH LEGISLATION.

**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.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2017**

Open to Public  
Inspection

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

**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 7/25/06, 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) 2017

**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 exhibitiond ☐ Loan or exchange programsb ☐ Scholarly researche ☐ Other \_\_\_\_\_c ☐ Preservation for future generations

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 Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ Nob 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		709,371.	8,248.	701,123.
d Equipment		817,889.	532,896.	284,993.
e Other		781,476.	506,847.	274,629.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				1,260,745.

Schedule D (Form 990) 2017



**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) DOMESTIC EQUITY	75,874,320.	END-OF-YEAR MARKET VALUE
(B) FOREIGN EQUITY	111,256,074.	END-OF-YEAR MARKET VALUE
(C) MULTI STRATEGY INVESTMENT		
(D) FUND OF FUNDS	27,395,780.	END-OF-YEAR MARKET VALUE
(E) INVESTMENT FUND -		
(F) DISTRESSED CREDIT	38,790,215.	END-OF-YEAR MARKET VALUE
(G) INVESTMENT FUND - FIXED		
(H) INCOME	21,169,335.	END-OF-YEAR MARKET VALUE
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	<b>380,646,067.</b>	

**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)		
<b>Total.</b> (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)	
<b>Total.</b> (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)	
<b>Total.</b> (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 ☒

Schedule D (Form 990) 2017

**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	69,264,076.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	52,137,617.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	52,137,617.
3	Subtract line 2e from line 1	3	17,126,459.
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	1,555,268.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	1,555,268.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	18,681,727.

**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	38,527,814.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	38,527,814.
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	1,555,268.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	1,555,268.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	40,083,082.

**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 X, LINE 2:**

THE FOUNDATION ACCOUNTS FOR THE EFFECT OF ANY UNCERTAIN TAX POSITIONS

BASED ON A "MORE LIKELY THAN NOT" THRESHOLD TO THE RECOGNITION OF THE TAX

POSITIONS BEING SUSTAINED BASED ON THE TECHNICAL MERITS OF THE POSITION

UNDER SCRUTINY BY THE APPLICABLE TAXING AUTHORITY. IF A TAX POSITION OR

POSITIONS ARE DEEMED TO RESULT IN UNCERTAINTIES OF THOSE POSITIONS, THE

UNRECOGNIZED TAX BENEFIT IS ESTIMATED BASED ON A "CUMULATIVE PROBABILITY

ASSESSMENT" THAT AGGREGATES THE ESTIMATED TAX LIABILITY FOR ALL UNCERTAIN

TAX POSITIONS. INTEREST AND PENALTIES ASSESSED, IF ANY, ARE ACCRUED AS

INCOME TAX EXPENSE.

THE FOUNDATION HAS IDENTIFIED ITS TAX STATUS AS A TAX EXEMPT ENTITY AND

**Part XIII** Supplemental Information *(continued)*

ITS DETERMINATIONS AS TO ITS INCOME BEING RELATED OR UNRELATED AS ITS ONLY  
SIGNIFICANT TAX POSITIONS AND HAS DETERMINED THAT SUCH TAX POSITIONS DO  
NOT RESULT IN AN UNCERTAINTY REQUIRING RECOGNITION. THE FOUNDATION IS NOT  
CURRENTLY UNDER EXAMINATION BY ANY TAXING JURISDICTION. FEDERAL AND STATE  
INCOME TAX RETURNS ARE GENERALLY OPEN FOR THREE YEARS FOLLOWING THE DATE  
FILED.





Department of the Treasury  
Internal Revenue Service

► **Attach to Form 990.**

► Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

2017

**Open to Public Inspection**

Name of the organization

Employer identification number

NELLIE MAE EDUCATION FOUNDATION, INC.

04-2755323

**Part I** **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

- 1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ..... ☐ Yes ☐ No
- 2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.
- 3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)					
(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
CENTRAL AMERICA AND THE CARIBBEAN	0	0	INVESTMENTS		73,173,258.
<b>3 a</b> Sub-total .....	0	0			73,173,258.
<b>b</b> Total from continuation sheets to Part I .....	0	0			0.
<b>c Totals</b> (add lines 3a and 3b) .....	0	0			73,173,258.

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

Schedule F (Form 990) 2017

**Part II** **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter .....

3 Enter total number of other organizations or entities .....



**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ..... ☒ Yes ☐ No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* ..... ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* ..... ☒ Yes ☐ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* ..... ☒ Yes ☐ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* ..... ☒ Yes ☐ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* ..... ☐ Yes ☒ No

Schedule F (Form 990) 2017



Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to 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.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2017**

Open to Public  
Inspection

Name of the organization

**NELLIE MAE EDUCATION FOUNDATION, INC.**

Employer identification number

**04-2755323**

**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 noncash assistance	(h) Purpose of grant or assistance
HARTFORD PUBLIC SCHOOLS 960 MAIN STREET, 8TH FLOOR HARTFORD, CT 06103	06-6001870	PUBLIC SCHOOL	1,845,982.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
JOBS FOR THE FUTURE 88 BROAD STREET, 8TH FLOOR BOSTON, MA 02110	06-1164568	501( C )(3)	1,374,000.	0.			THE STUDENT-CENTERED LEARNING RESEARCH COLLABORATIVE (Y2)
REVERE PUBLIC SCHOOLS 101 SCHOOL STREET REVERE, MA 02151	04-6001412	PUBLIC SCHOOL	1,214,450.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
AMERICAN INSTITUTES FOR RESEARCH PELAVIN RESEARCH CENTER, 1000 THOMAS JEFFERSON STREET, NW - WASHINGTON, DC 2	25-0965219	501( C )(3)	957,431.	0.			HIGH SCHOOL MATH NETWORK IMPROVEMENT COMMUNITY (Y4)
MERIDEN PUBLIC SCHOOLS 22 LIBERTY STREET MERIDEN, CT 06450	06-6001893	PUBLIC SCHOOL	930,000.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
AMERICAN INSTITUTES FOR RESEARCH PELAVIN RESEARCH CENTER, 1000 THOMAS JEFFERSON STREET, NW - WASHINGTON, DC 2	25-0965219	501( C )(3)	794,934.	0.			STUDENT CENTERED ASSESSMENT NETWORK (SCAN): RESEARCH AND DEVELOPMENT PROJECT

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **277.**

**3** Enter total number of other organizations listed in the line 1 table **0.**

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

Schedule I (Form 990) (2017)

**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
TSNE MISSIONWORKS / THIRD SECTOR NEW ENGLAND - NONPROFIT CENTER, 89 SOUTH ST., #700 - BOSTON, MA 02111	04-2261109	501( C )(3)	764,359.	0.			PUBLIC UNDERSTANDING AND DEMAND TA SUPPORT - 2017/18
GREAT SCHOOLS PARTNERSHIP 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	26-3834610	501( C )(3)	656,102.	0.			GREAT SCHOOL PARTNERSHIP TECHNICAL ASSISTANCE SUPPORT - 2017/18
JOBS FOR MAINE'S GRADUATES 45 COMMERCE DRIVE, SUITE 9 AUGUSTA, ME 04330	01-0482628	501( C )(3)	526,594.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
EDUCATION DEVELOPMENT CENTER 43 FOUNDRY AVE. WALTHAM, MA 02453	04-2241718	501( C )(3)	514,715.	0.			DISTRICT LEVEL SYSTEM CHANGE PHASE II CI 2017-18
GREAT SCHOOLS PARTNERSHIP 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	26-3834610	501( C )(3)	496,134.	0.			ENGAGEMENT INTERMEDIARY
GREAT SCHOOLS PARTNERSHIP 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	26-3834610	501( C )(3)	475,000.	0.			NESSC SUPPORT
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA - 3440 MARKET STREET, STE 560 - PHILADELPHIA, PA 19104	23-1352685	501( C )(3)	449,985.	0.			STUDY OF TEACHER LEADERSHIP IN UNITED STATES
UNIVERSITY OF PITTSBURGH 123 UNIVERSITY PLACE PITTSBURGH, PA 15213	25-0965591	PUBLIC UNIVERSIT	424,521.	0.			EVALUATION OF NETWORKED IMPROVEMENT COMMUNITIES (Y2)
RAND CORPORATION 4570 FIFTH AVENUE, SUITE 600 PITTSBURGH, PA 15213	95-1958142	501( C )(3)	399,873.	0.			QUALITY CRITERIA AND PRINCIPALS PROJECT - VALIDITY STUDY

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
NATIONAL PUBLIC EDUCATION SUPPORT FUND (NPESF) - 1825 K STREET NW, SUITE 400 - WASHINGTON, DC 20006	26-3015634	501( C )(3)	350,019.	0.			PARTNERSHIP FOR THE FUTURE OF LEARNING
JOBS FOR THE FUTURE 88 BROAD STREET, 8TH FLOOR BOSTON, MA 02110	06-1164568	501( C )(3)	350,000.	0.			HUB PHASE 4
BROWN UNIVERSITY/ANNENBERG INSTITUTE FOR SCHOOL REFORM - BROWN UNIVERSITY OFFICE OF SPONSORED PROJECTS, 164 ANGELL	05-0258809	501( C )(3)	340,000.	0.			FAMILY, YOUTH, AND COMMUNITY LEADERSHIP AND ORGANIZING; CULTIVATING VOICE FO
BURLINGTON SCHOOL DISTRICT 150 COLCHESTER AVENUE BURLINGTON, VT 05401	03-6000410	PUBLIC SCHOOL	321,724.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
NEW HAMPSHIRE LEARNING INITIATIVE BOX 760, 12 CRANFIELD ST NEW CASTLE, NH 03854	47-4290504	501( C )(3)	299,750.	0.			FACE SUPPORT 2017-18
MANCHESTER SCHOOL DISTRICT 195 MCGREGOR STREET, SUITE 201 MANCHESTER, NH 03102	02-0494977	PUBLIC SCHOOL	295,000.	0.			ANALYZING BARRIERS TO EQUITABLY PREPARING ALL STUDENTS FOR COLLEGE AND CAREE
WALTHAM PUBLIC SCHOOLS 617 LEXINGTON STREET WALTHAM, MA 02452	04-6001416	PUBLIC SCHOOL	295,000.	0.			UNDERSTANDING ROOT CAUSES OF INEQUITIES
MANCHESTER PUBLIC SCHOOLS 134 EAST MIDDLE TURNPIKE MANCHESTER, CT 06040	06-6001633	PUBLIC SCHOOL	295,000.	0.			UNDERSTANDING ROOT CAUSES OF INEQUITIES
CENTRAL FALLS SCHOOL DISTRICT 949 DEXTER STREET CENTRAL FALLS, RI 02863	05-0459947	PUBLIC SCHOOL	295,000.	0.			UNDERSTANDING ROOT CAUSES OF INEQUITIES IN CENTRAL FALLS

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
CAMBRIDGE PUBLIC SCHOOLS 159 THORNDIKE STREET CAMBRIDGE, MA 02141	04-6001383	PUBLIC SCHOOL	295,000.	0.			UNDERSTANDING ROOT CAUSES OF INEQUITIES
PITTSFIELD SCHOOL DEPARTMENT/PITTSFIELD SCHOOL DISTRICT - SAU 51, 23 ONEIDA STREET, UNIT 1 - PITTSFIELD, NH	02-6000701	PUBLIC SCHOOL	292,720.	0.			DISTRICT LEVEL SYSTEM CHANGE IMPLEMENTATION 2017-18
TEACH PLUS 27-43 WORMWOOD STREET TOWER POINT, BOSTON, MA 02210	26-3849472	501( C )(3)	280,000.	0.			ENGAGING EXCELLENT TEACHERS IN RHODE ISLAND EDUCATION POLICY 2018-2019
GREAT SCHOOLS PARTNERSHIP 482 CONGRESS STREET, SUITE 500 PORTLAND, ME 04101	26-3834610	501( C )(3)	277,965.	0.			YEAR 2 OF RI GRADUATION PROFICIENCIES WORK
BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION - 2300 WASHINGTON STREET - ROXBURY, MA 02119	22-2514422	501( C )(3)	275,000.	0.			BPS INNOVATION INCUBATOR
BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION - 2300 WASHINGTON STREET - ROXBURY, MA 02119	22-2514422	501( C )(3)	275,000.	0.			BUILDING TEACHER LEADERSHIP FOR STUDENT CENTERED LEARNING
SOMERVILLE PUBLIC SCHOOLS 8 BONAIR STREET SOMERVILLE, MA 02145	04-6001414	PUBLIC SCHOOL	275,000.	0.			SOMERVILLE TEACHER LEADERSHIP FOR STUDENT-CENTERED LEARNING
SCHOTT FOUNDATION FOR PUBLIC EDUCATION - 675 MASSACHUSETTS AVENUE, 8TH FLOOR - CAMBRIDGE, MA 02139	04-3457065	501( C )(3)	273,367.	0.			STATEWIDE CAMPAIGN FOR FAIR SHARE AMENDMENT AND USE OF ADDITIONAL REVENUES
MERIDEN PUBLIC SCHOOLS 22 LIBERTY STREET MERIDEN, CT 06450	06-6001893	PUBLIC SCHOOL	270,171.	0.			BUILD TEACHER LEADERSHIP FOR SCL

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
SPRINGFIELD SCHOOL VOLUNTEERS 1550 MAIN STREET, 3RD FLOOR SPRINGFIELD, MA 01103	04-2643527	501( C )(3)	270,000.	0.			HIGH SCHOOL OF COMMERCE
PROVIDENCE PUBLIC SCHOOLS 797 WESTMINSTER ST. PROVIDENCE, RI 02903	05-6000329	PUBLIC SCHOOL	252,741.	0.			SUPPORTING AND DEVELOPING STUDENT-CENTERED TEACHERS AND ADMINISTRATORS AT SC
CONVERGENCE CENTER FOR POLICY RESOLUTION - 1133 19TH STREET, NW, SUITE 410 - WASHINGTON, DC 20036	32-0280279	501( C )(3)	250,291.	0.			EDUCATION REIMAGINED
CENTER FOR COLLABORATIVE EDUCATION 33 HARRISON AVENUE, 6TH FLOOR BOSTON, MA 02111	04-3241676	501( C )(3)	250,000.	0.			BUILDING ACCOUNTABILITY AND PROGRAM MODELS OF EQUITY-MINDED STUDENT CENTERED
EDUCAUSE 150 18TH STREET, NW, SUITE 900 WASHINGTON, DC 20036	84-1455437	501( C )(3)	250,000.	0.			MA INCUBATOR
LEARNLAUNCH 281 SUMMER STREET, 2ND FLOOR BOSTON, MA 02210	46-1270864	501( C )(3)	250,000.	0.			MASSACHUSETTS INNOVATIVE SCHOOL LEADERS NETWORK (MISL)
BRANDEIS UNIVERSITY P.O. BOX 549110 WALTHAM, MA 02454-9110	04-2103552	501( C )(3)	238,149.	0.			DISTRICT LEVEL SYSTEM CHANGE PHASE II TA 2017-18
LEARNLAUNCH 281 SUMMER STREET, 2ND FLOOR BOSTON, MA 02210	46-1270864	501( C )(3)	235,458.	0.			SUPPORTING AND DEVELOPING STUDENT-CENTERED TEACHERS AND ADMINISTRATORS AT SC
CAPSS EDUCATION FOUNDATION (CONNECTICUT ASSOCIATION OF PUBLIC SCHOOL SUPERINTEND - 26 CAYA AVENUE - WEST HARTFORD, CT 06110	45-5636114	501( C )(3)	225,000.	0.			PORTRAIT OF THE GRADUATE

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NATIONAL CONFERENCE OF STATE LEGISLATURES - 7700 EAST FIRST PLACE - DENVER, CO 80203	74-2232576	501( C )(3)	224,725.	0.			CONTINUED SUPPORT FOR SCL COMMISSION
WINDHAM PUBLIC SCHOOLS 322 PROSPECT STREET WILLIMANTIC, CT 06226	06-1201204	PUBLIC SCHOOL	208,600.	0.			TEACHER LEADERSHIP AT WHS
COUNCIL OF CHIEF STATE SCHOOL OFFICERS (CCSSO) - ONE MASSACHUSETTS AVE NW, STE 700 - WASHINGTON, DC 20001	53-0198090	501( C )(3)	203,057.	0.			ILN NEXT PHASE
INTERNATIONAL ASSOCIATION FOR K-12 ONLINE LEARNING (INACOL) - 1934 OLD GALLOWS RD, SUITE 350 - VIENNA, VA 22182	20-0310109	501( C )(3)	200,000.	0.			COMPETENCYWORKS
WOODROW WILSON NATIONAL FELLOWSHIP FOUNDATION - P.O. BOX 5281 - PRINCETON, NJ 08543	21-0703075	501( C )(3)	200,000.	0.			WOODROW WILSON ACADEMY OF TEACHING AND LEARNING AT MIT Y2
LEARNLAUNCH 281 SUMMER STREET, 2ND FLOOR BOSTON, MA 02210	46-1270864	501( C )(3)	200,000.	0.			MAPLE PHASE 2
EDUCATION WRITERS ASSOCIATION 3516 CONNECTICUT AVENUE, NW WASHINGTON, DC 20008	23-7439790	501( C )(3)	200,000.	0.			2018 - NEW ENGLAND JOURNALIST OUTREACH
BUCK INSTITUTE FOR EDUCATION 18 COMMERCIAL BOULEVARD NAVATO, CA 94949	68-0160429	501( C )(3)	200,000.	0.			SCALING HIGH-QUALITY PROJECT BASED LEARNING FOR DEEPER LEARNING IMPACT
CAPSS EDUCATION FOUNDATION (CONNECTICUT ASSOCIATION OF PUBLIC SCHOOL SUPERINTEND - 26 CAYA AVENUE - WEST HARTFORD, CT 06110	45-5636114	501( C )(3)	199,595.	0.			YEAR 3 OF STUDENT CENTERED-LEARNING POLICY GRANT

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TEACHERS COLLEGE, COLUMBIA UNIVERSITY - 525 W. 120TH STREET - NEW YORK, NY 10027	13-1624202	501( C )(3)	196,628.	0.			NEW ENGLAND REPORTING INITIATIVE YEAR 2
AMERICAN INSTITUTES FOR RESEARCH PELAVIN RESEARCH CENTER, 1000 THOMAS JEFFERSON STREET, NW - WASHINGTON, DC 2	25-0965219	501( C )(3)	195,003.	0.			COMPETENCY-BASED EDUCATION STUDY PHASE III
KNOWLEDGEWORKS FOUNDATION ONE WEST FOURTH ST., SUITE 200 CINCINNATI, OH 45202	31-1321973	501( C )(3)	183,002.	0.			PUBLIC ENGAGEMENT SESSIONS
GROWTH PHILANTHROPY NETWORK 122 E. 42ND STREET, 17TH FLOOR NEW YORK, NY 10168	42-1625224	501( C )(3)	175,000.	0.			MA SYSTEMS INITIATIVE PHASE 2
CONNECTICUT VOICES FOR CHILDREN 33 WHITNEY AVENUE NEW HAVEN, CT 06510	06-1435280	501( C )(3)	175,000.	0.			CT COLLEGE AND CAREER READINESS ALLIANCE - YEAR 1 IMPLEMENTATION
CONNECTICUT PUBLIC BROADCASTING NETWORK - 1049 ASYLUM AVE. - HARTFORD, CT 06105	06-0758938	501( C )(3)	166,120.	0.			MEDIA GRANT YEAR 4
MAINE PUBLIC BROADCASTING NETWORK 323 MARGINAL WAY PORTLAND, ME 04101	22-3171529	501( C )(3)	165,013.	0.			MAINE EDUCATION REPORTING PROJECT - YEAR 3
EDUCATE MAINE 482 CONGRESS STREET, SUITE 303 PORTLAND, ME 04101	20-3559947	501( C )(3)	165,000.	0.			STUDENT-CENTERED LEARNING SUPPORTIVE POLICY - CONTINUATION GRANT
YOUNG VOICES 150 MILLER AVE PROVIDENCE, RI 02905	43-2103674	501( C )(3)	160,770.	0.			PROVIDENCE YOUTH CAUCUS

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TSNE MISSIONWORKS / THIRD SECTOR NEW ENGLAND - NONPROFIT CENTER, 89 SOUTH ST., #700 - BOSTON, MA 02111	04-2261109	501( C )(3)	159,322.	0.			THE TEACHER COLLABORATIVE: EMPOWERING TEACHER-LED INNOVATION
MAINE PUBLIC BROADCASTING NETWORK 323 MARGINAL WAY PORTLAND, ME 04101	22-3171529	501( C )(3)	159,162.	0.			MAINE EDUCATION REPORTING PROJECT
RHODE ISLAND KIDS COUNT ONE UNION STATION PROVIDENCE, RI 02903	06-1485449	501( C )(3)	158,620.	0.			STUDENT CENTERED LEARNING IN RI (YEAR 3)
VOICES FOR VERMONT'S CHILDREN 149 STATE STREET, PO BOX 261 MONTPELIER, VT 05601	22-2611535	501( C )(3)	150,000.	0.			LEAD COMMUNITY PARTNER
VERMONT STUDENT ASSISTANCE CORP. P.O. BOX 2000 WINOOSKI, VT 05404	03-0216589	501( C )(3)	150,000.	0.			VT ALLIANCE FOR COLLEGE AND CAREER READINESS
UNIVERSITY OF SOUTHERN MAINE, MUSKIE SCHOOL OF PUBLIC POLICY - P O BOX 9300 - PORTLAND, ME 04104-9300	01-6000769	PUBLIC UNIVERSIT	150,000.	0.			LEAD COMMUNITY PARTNER
REACHING HIGHER NEW HAMPSHIRE 40 N. MAIN STREET, SUITE 204 CONCORD, NH 03301	47-4397833	501( C )(3)	150,000.	0.			NEW HAMPSHIRE ALLIANCE FOR COLLEGE AND CAREER READINESS
PITTSFIELD YOUTH WORKSHOP 5 PARK STREET, P.O. BOX 206 PITTSFIELD, NH 03263	02-0414050	501( C )(3)	150,000.	0.			LEAD COMMUNITY PARTNER
MERIDEN CHILDREN FIRST INITIATIVE 105 MILLER ST MERIDEN, CT 06450	06-1626440	501( C )(3)	150,000.	0.			LEAD COMMUNITY PARTNER

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HARVARD UNIVERSITY, GRADUATE SCHOOL OF EDUCATION - PRESIDENT AND FELLOWS OF HARV - PO BOX 415649 - CAMBRIDGE, MA 02241-5649	04-2103580	501( C )(3)	150,000.	0.			BY ALL MEANS: REDESIGNING EDUCATION TO RESTORE OPPORTUNITY
VOICES FOR VERMONT'S CHILDREN 149 STATE STREET, PO BOX 261 MONTPELIER, VT 05601	22-2611535	501( C )(3)	150,000.	0.			VERMONT EQUITY PROJECT PHASE 2
KNOWLEDGEWORKS FOUNDATION ONE WEST FOURTH ST., SUITE 200 CINCINNATI, OH 45202	31-1321973	501( C )(3)	150,000.	0.			NMEF POLICY INDEX FOR NEW ENGLAND STATES
LEADERSHIP AND DESIGN P.O. BOX 33153 LOS GATOS, CA 95031	27-1178342	501( C )(3)	149,963.	0.			"ASK WHY?" VIDEO SERIES
HARTFORD PARENT UNIVERSITY 207 MAIN STREET, SUITE 200 HARTFORD, CT 06106	45-1859686	501( C )(3)	149,044.	0.			LEAD COMMUNITY PARTNER
SALEM PUBLIC SCHOOLS 29 HIGHLAND AVE SALEM, MA 01970	04-6001413	PUBLIC SCHOOL	145,150.	0.			SUPPORTING AND DEVELOPING STUDENT-CENTERED TEACHERS & ADMINISTRATORS AT SCAL
EDUCATION WRITERS ASSOCIATION 3516 CONNECTICUT AVENUE, NW WASHINGTON, DC 20008	23-7439790	501( C )(3)	136,500.	0.			2017 - NEW ENGLAND JOURNALIST OUTREACH
REACHING HIGHER NEW HAMPSHIRE 40 N. MAIN STREET, SUITE 204 CONCORD, NH 03301	47-4397833	501( C )(3)	135,000.	0.			YEAR 2 OF STUDENT-CENTERED LEARNING POLICY SUPPORT
NATIONAL PUBLIC EDUCATION SUPPORT FUND (NPESF) - 1825 K STREET NW, SUITE 400 - WASHINGTON, DC 20006	26-3015634	501( C )(3)	125,000.	0.			FRAME RESILIENCE PROJECT

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WOMEN ENCOURAGING EMPOWERMENT PO BOX 13 REVERE, MA 02151	04-3286531	501( C )(3)	125,000.	0.			LEAD COMMUNITY PARTNER
MASSACHUSETTS BUDGET & POLICY CENTER - 15 COURT SQUARE, STE. 700 - BOSTON, MA 02108	04-2967537	501( C )(3)	125,000.	0.			SUPPORT FOR STUDENT-CENTERED LEARNING AND RESOURCE EQUITY WORK
TSNE MISSIONWORKS / THIRD SECTOR NEW ENGLAND - NONPROFIT CENTER, 89 SOUTH ST., #700 - BOSTON, MA 02111	04-2261109	501( C )(3)	113,724.	0.			PHASE 2 OF SCHOOL FINANCE WORK - CT SCHOOL FINANCE PROJECT
ROGER WILLIAMS UNIVERSITY ONE OLD FERRY ROAD BRISTOL, RI 02809	05-0277222	501( C )(3)	106,300.	0.			CULTIVATING VOICE FOR STUDENT-CENTERED SYSTEMS CHANGE
PITTSFIELD PUBLIC SCHOOLS 269 FIRST STREET PITTSFIELD, MA 01201	04-6001408	PUBLIC SCHOOL	100,000.	0.			TRANSFORMATIVE EDUCATION GOVERNANCE
THE BOSTON FOUNDATION 75 ARLINGTON STREET, 10TH FLOOR BOSTON, MA 02116	04-2104021	501( C )(3)	100,000.	0.			BOSTON OPPORTUNITY AGENDA
SOMERVILLE PUBLIC SCHOOLS 8 BONAIR STREET SOMERVILLE, MA 02145	04-6001414	PUBLIC SCHOOL	100,000.	0.			SOMERVISION FOR LEARNING
MASSINSIGHT EDUCATION AND RESEARCH INSTITUTE - 18 TREMONT STREET, STE. 930 - BOSTON, MA 02108	04-3369687	501( C )(3)	100,000.	0.			OPERATING SUPPORT
CONNECTICUT ASSOCIATION OF BOARDS OF EDUCATION - 81 WOLCOTT HILL RD. - WEHTERSFIELD, CT 06109	06-0767770	501( C )(3)	100,000.	0.			BOARDS OF EDUCATION TOOLKIT

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PROVIDENCE PUBLIC SCHOOLS 797 WESTMINSTER ST. PROVIDENCE, RI 02903	05-6000329	PUBLIC SCHOOL	99,932.	0.			TRANSFORMATIVE EDUCATION GOVERNANCE
BELLWETHER EDUCATION PARTNERS 517 BOSTON POST ROAD SUDBURY, MA 01776	26-1914515	501( C )(3)	98,944.	0.			RHODE ISLAND'S PERSONALIZED APPROACH TO SCHOOL GOVERNANCE
VERMONT SCHOOL BOARDS ASSOCIATION 2 PROSPECT ST., SUITE 4 MONTPELIER, VT 05602	03-0211383	501( C )(3)	95,681.	0.			PROMOTE ENGAGED EQUITABLE GOVERNANCE
CENTER FOR COLLABORATIVE EDUCATION 33 HARRISON AVENUE, 6TH FLOOR BOSTON, MA 02111	04-3241676	501( C )(3)	95,000.	0.			MA PERSONALIZED LEARNING NETWORK - PHASE 2
BERLIN PUBLIC SCHOOLS 183 HILLSIDE AVENUE BERLIN, NH 03570	02-0348773	PUBLIC SCHOOL	94,155.	0.			SAU3 BERLIN SCHOOL DISTRICT
YOUTH ON BOARD 58 DAY STREET SOMERVILLE, MA 02144	22-3076454	501( C )(3)	79,000.	0.			BOSTON STUDENT ADVISORY COUNCIL
PITTSFIELD YOUTH WORKSHOP 5 PARK STREET, P.O. BOX 206 PITTSFIELD, NH 03263	02-0414050	501( C )(3)	79,000.	0.			YOUTH VOICE
GRANITE STATE ORGANIZING PROJECT 383 BEECH STREET MANCHESTER, NH 03103	47-0873896	501( C )(3)	75,385.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP
WORCESTER STATE FOUNDATION 486 CHANDLER STREET WORCESTER, MA 01602-2861	22-3248067	501( C )(3)	75,000.	0.			YOUTH CIVICS UNION

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SOCIEDAD LATINA 1530 TREMONT STREET ROXBURY, MA 02120	04-2678255	501( C )(3)	75,000.	0.			YOUTH VOICE
UNITED WAY OF MASSACHUSETTS BAY AND MERRIMACK VALLEY - 51 SLEEPER STREET - BOSTON, MA 02210	04-2382233	501( C )(3)	75,000.	0.			OUR SALEM, OUR KIDS
CENTER FOR COLLABORATIVE EDUCATION 33 HARRISON AVENUE, 6TH FLOOR BOSTON, MA 02111	04-3241676	501( C )(3)	75,000.	0.			EDULEADERS OF COLOR
HOLYOKE HIGH SCHOOL 500 BEECH ST. HOLYOKE, MA 01040	04-6001393	PUBLIC SCHOOL	75,000.	0.			PA'LANTE
GROWTH PHILANTHROPY NETWORK 122 E. 42ND STREET, 17TH FLOOR NEW YORK, NY 10168	42-1625224	501( C )(3)	75,000.	0.			PRE-LAUNCH PHASE OF MA SYSTEMS WORK
LEARNING POLICY INSTITUTE 1530 PAGE MILL ROAD, SUITE 200 PALO ALTO, CA 94304	47-2772048	501( C )(3)	74,968.	0.			SUPPORT FOR PERFORMANCE ASSESSMENTS IN SCIENCE WORKING GROUP
A BETTER WAY FOUNDATION PO BOX 942 HARTFORD, CT 06101	06-1576383	501( C )(3)	70,385.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP
THE OPPORTUNITY ALLIANCE 50 LYDIA LANE SOUTH PORTLAND, ME 04106-2156	01-0274725	501( C )(3)	70,385.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP
UNIVERSITY OF SOUTHERN MAINE, MUSKIE SCHOOL OF PUBLIC POLICY - P O BOX 9300 - PORTLAND, ME 04104-9300	01-6000769	PUBLIC UNIVERSIT	65,385.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP

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COMPASS YOUTH COLLABORATIVE 55 AIRPORT ROAD, SUITE 201 HARTFORD, CT 06114	31-1768549	501( C )(3)	65,385.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP
ELEVATED THOUGHT FOUNDATION 15 UNION STREET LAWRENCE, MA 01840	27-3519031	501( C )(3)	65,000.	0.			WHAT IS EDUCATION CAMPAIGN
HYDE SQUARE TASK FORCE 375 CENTRE ST., P.O. BOX 301871 JAMAICA PLAIN, MA 02130	04-3118543	501( C )(3)	65,000.	0.			ARTS FOR ALL ORGANIZING CAMPAIGN
COMMUNITY MEDIATION 1253 WHITNEY AVENUE HAMDEN, CT 06517	06-1039800	501( C )(3)	65,000.	0.			THE PREST MOVEMENT
THE CONNECTICUT FORUM 750 MAIN STREET HARTFORD, CT 06103	06-1343149	501( C )(3)	65,000.	0.			AMPLIFYING STUDENT VOICE AND LEADERSHIP
UNITED WE DREAM 1900 L ST., NW, STE. 900 WASHINGTON, DC 20036	46-2216565	501( C )(3)	64,990.	0.			CT STUDENTS FOR A DREAM
ALLIANCE OF RHODE ISLAND SOUTHEAST ASIANS FOR EDUCATION (ARISE) - 1 EMPIRE PLACE - PROVIDENCE, RI 02903	81-4458558	501( C )(3)	64,768.	0.			BUILDING SYSTEMIC CHANGE AND STUDENT CENTERED LEARNING FOR THE SOUTHEAST ASI
PRX, INC. (PUBLIC RADIO EXCHANGE) 66 CHURCH STREET, STE. 2 CAMBRIDGE, MA 02138	26-3347402	501( C )(3)	63,850.	0.			PODCAST GARAGE
EDITORIAL PROJECTS IN NEW ENGLAND 6935 ARLINGTON ROAD, STE. 100 BETHESDA, MD 20814	53-0246895	501( C )(3)	50,000.	0.			ADVERTISING CAMPAIGN 2017-2018

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THE COLLEGE CRUSADE OF RHODE ISLAND - 134 THURBERS AVENUE, SUITE 111 - PROVIDENCE, RI 02905	22-3031765	501( C )(3)	50,000.	0.			READABOUT
GROWTH PHILANTHROPY NETWORK 122 E. 42ND STREET, 17TH FLOOR NEW YORK, NY 10168	42-1625224	501( C )(3)	50,000.	0.			EDUCATION WORKING GROUP
IDEA 3644 44TH AVE., S MINNEAPOLIS, MN 55406	27-0812635	501( C )(3)	50,000.	0.			LEARNING TOURS FOR ASVL STUDENTS
CENTER FOR CURRICULUM REDESIGN 10 JAMAICAWAY #10 BOSTON, MA 02130	45-3847373	501( C )(3)	50,000.	0.			DEVELOPING THE ASSESSMENT RESEARCH CONSORTIUM
BEND THE ARC 330 SEVENTH AVENUE NEW YORK, NY 10001	52-1332694	501( C )(3)	50,000.	0.			FUNDERS COLLABORATIVE ON YOUTH ORGANIZING
WOMEN ENCOURAGING EMPOWERMENT PO BOX 13 REVERE, MA 02151	04-3286531	501( C )(3)	50,000.	0.			LEAD COMMUNITY PARTNER SUSTAINABILITY
HARTFORD PARENT UNIVERSITY 207 MAIN STREET, SUITE 200 HARTFORD, CT 06106	45-1859686	501( C )(3)	44,900.	0.			SUSTAINABILITY TECHNICAL ASSISTANCE
PUBLIC AGENDA, INC. 6 EAST 39TH STREET NEW YORK, NY 10016	13-2847587	501( C )(3)	43,158.	0.			DEFENDING DIVERSITY IN SCHOOLS - DISCUSSION GUIDE
UNIVERSITY OF COLORADO, NATIONAL EDUCATION POLICY CENTER - SCHOOL OF EDUCATION, 249 UCB - BOULDER, CO 80309	84-6000555	501( C )(3)	40,000.	0.			SCHOOLS OF OPPORTUNITY NETWORK



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MARGARITA MUNIZ ACADEMY FOUNDATION 20 CHILD STREET JAMAICA PLAIN, MA 02130	80-0827704	501( C )(3)	40,000.	0.			MUNIZ ACADEMY OPERATING SUPPORT
NAUGATUCK VALLEY COMMUNITY COLLEGE 750 CHASE PARKWAY WATERBURY, CT 06708	23-7165869	PUBLIC COLLEGE	40,000.	0.			RETENTION PROGRAM
NORTHWESTERN UNIVERSITY ALUMNI RELATIONS AND DEVELOPMENT, 1201 DAVIS STREET - EVANSTON, IL 60208	36-2167817	501( C )(3)	40,000.	0.			LIFE SCIENCES RESEARCH FUND
READING IS FUNDAMENTAL 1730 RHODE ISLAND AVENUE, NW, SUITE WASHINGTON, DC 20036	52-0976257	501( C )(3)	40,000.	0.			READ FOR SUCCESS
VIRTUAL LEARNING ACADEMY CHARTER SCHOOL - 30 LINDEN STREET, P.O. BOX 1050 - EXETER, NH 03833	56-2668724	501( C )(3)	40,000.	0.			STRATEGIC PROJECTS
RHODE ISLAND DEPARTMENT OF EDUCATION - 255 WESTMINSTER STREET - PROVIDENCE, RI 02903	GOVT UNIT	GOVT AGENCY	37,500.	0.			SCHOOL RETOOL RHODE ISLAND COHORT
NEW HAMPSHIRE LEARNING INITIATIVE BOX 760, 12 CRANFIELD ST NEW CASTLE, NH 03854	47-4290504	501( C )(3)	37,500.	0.			NH COHORT SCHOOL RETOOL
THE BOSTON FOUNDATION 75 ARLINGTON STREET, 10TH FLOOR BOSTON, MA 02116	04-2104021	501( C )(3)	35,000.	0.			BPS THEORY OF ACTION DEVELOPMENT
MERIDEN CHILDREN FIRST INITIATIVE 105 MILLER ST MERIDEN, CT 06450	06-1626440	501( C )(3)	31,900.	0.			DEVELOPMENT SUPPORT

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YOUTH IN ACTION 672 BROAD STREET PROVIDENCE, RI 02907	05-0495230	501( C )(3)	30,000.	0.			YOUTH VOICE
WINOOSKI SCHOOL DISTRICT 60 NORMAND STREET WINOOSKI, VT 05404	03-6000783	PUBLIC SCHOOL	28,200.	0.			WINOOSKI WEBSITE
JOBS FOR MAINE'S GRADUATES 45 COMMERCE DRIVE, SUITE 9 AUGUSTA, ME 04330	01-0482628	501( C )(3)	27,500.	0.			DIVERSIFYING OUR WORKFORCE
PROJECT LEARN, INC. 8 KIRK STREET, 2ND FLOOR LOWELL, MA 01852	04-4885366	501( C )(3)	25,000.	0.			LOWELL - YEAR 1 PU&D
SOCIEDAD LATINA 1530 TREMONT STREET ROXBURY, MA 02120	04-2678255	501( C )(3)	25,000.	0.			NBC'S EDUCATION NATION
PROVIDENCE YOUTH STUDENT MOVEMENT 669 ELMWOOD AVENUE, STE. B-7, BOX 1 PROVIDENCE, RI 02907	65-1224536	501( C )(3)	25,000.	0.			SUPPORT FOR ARISE
THOMPSON ISLAND OUTWARD BOUND P.O. BOX 127 BOSTON, MA 02127	04-3027900	501( C )(3)	25,000.	0.			CONNECTIONS
LATINOS FOR EDUCATION 275 PAYSON ROAD BELMONT, MA 02478	81-2883649	501( C )(3)	25,000.	0.			ASPIRING LATINO LEADERS FELLOWSHIP AND LATINO BOARD FELLOWS PROGRAM
HARVARD MEDICAL SCHOOL - PRESIDENT AND FELLOWS OF HARVARD COLLEGE - 25 SHATTUCK STREET - BOSTON, MA 02115	04-2103580	501( C )(3)	25,000.	0.			MEDSCIENCE

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ESSEX COUNTY COMMUNITY FOUNDATION 175 ANDOVER STREET, STE. 101 DANVERS, MA 01923	04-3407816	501( C )(3)	25,000.	0.			BETTY BELAND GREATER LAWRENCE SUMMER FUND
PITTSFIELD SCHOOL DISTRICT SAU 51, 23 ONEIDA STREET, UNIT 1 PITTSFIELD, NH 03263	02-6000701	PUBLIC SCHOOL	24,628.	0.			COMMUNICATIONS SUPPORT - IMPLEMENTATION FUNDS
RENNIE CENTER FOR EDUCATION, POLICY AND RESEARCH - 114 STATE STREET - BOSTON, MA 02109	51-0548106	501( C )(3)	23,600.	0.			STUDENT-CENTERED LEARNING NATIONAL SCAN
MERIDEN PUBLIC SCHOOLS 22 LIBERTY STREET MERIDEN, CT 06450	06-6001893	PUBLIC SCHOOL	23,379.	0.			VIDEO AND MARKETING MATERIALS - COMMUNICATION IMPLEMENTATION FUNDS
THE CONSOLIDATED SCHOOL DISTRICT OF NEW BRITAIN - 272 MAIN ST., P.O. BOX 1960 - NEW BRITAIN, CT 06050	22-2486319	PUBLIC SCHOOL	20,000.	0.			NEW BRITAIN - YEAR 1 PUBLIC UNDERSTANDING AND DEMAND
CASTLETON UNIVERSITY 62 ALUMNI DRIVE CASTLETON, VT 05735	20-2695709	PUBLIC UNIVERSITY	20,000.	0.			STRATEGIC INITIATIVES
HOLYOKE PUBLIC SCHOOLS 500 BEECH ST. HOLYOKE, MA 01040	04-6001393	PUBLIC SCHOOL	20,000.	0.			HOLYOKE - YEAR 1 PUBLIC UNDERSTANDING AND DEMAND
LAWRENCE PUBLIC SCHOOLS 233 HAVERHILL STREET LAWRENCE, MA 01840	04-6001394	PUBLIC SCHOOL	20,000.	0.			LAWRENCE - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
LEARNING NETWORK, INC. 9 COTTAGE STREET, P.O. BOX 1023 MARION, MA 02738	04-3415567	501( C )(3)	20,000.	0.			PASSION TO TEACH

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LUCY'S LOVE BUS P.O. BOX 464 AMESBURY, MA 01913	20-4036256	501( C )(3)	20,000.	0.			SAJNI CENTER
MERIDEN PUBLIC SCHOOLS 22 LIBERTY STREET MERIDEN, CT 06450	06-6001893	PUBLIC SCHOOL	20,000.	0.			MERIDEN - YEAR 3 PUBLIC UNDERSTANDING AND DEMAND
NEW BEDFORD PUBLIC SCHOOLS PAUL RODRIGUEZ ADMINISTRATION BLDG., 455 COUNTY ST - NEW BEDFORD, MA 02746	04-6001402	PUBLIC SCHOOL	20,000.	0.			NEW BEDFORD - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02903	05-0258956	501( C )(3)	20,000.	0.			PROJECT OPEN DOOR
WOONSOCKET SCHOOL DISTRICT 108 HIGH ST. WOONSOCKET, RI 02895	05-0422764	PUBLIC SCHOOL	20,000.	0.			WOONSOCKET - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
MERIDEN CHILDREN FIRST INITIATIVE 105 MILLER ST MERIDEN, CT 06450	06-1626440	501( C )(3)	18,000.	0.			LEAD COMMUNITY PARTNER SUSTAINABILITY
EDUCATE MAINE 482 CONGRESS STREET, SUITE 303 PORTLAND, ME 04101	20-3559947	501( C )(3)	17,500.	0.			PROGRAM SUPPORT
HARTFORD PUBLIC SCHOOLS 960 MAIN STREET, 8TH FLOOR HARTFORD, CT 06103	06-6001870	PUBLIC SCHOOL	16,800.	0.			COMMUNICATIONS SUPPORT - SOCIAL MEDIA & MODULES
AMERICAN INSTITUTES FOR RESEARCH PELAVIN RESEARCH CENTER, 1000 THOMAS JEFFERSON STREET, NW - WASHINGTON, DC 2	25-0965219	501( C )(3)	16,500.	0.			VIDEO WORK FOR BETTER MATH TEACHING NETWORK 2017-18

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MEDFORD HIGH SCHOOL 489 WINTHROP STREET MEDFORD, MA 02155	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
ATTLEBORO PUBLIC SCHOOLS 100 RATHBUN WILLARD DRIVE ATTLEBORO, MA 02703	04-6001378	PUBLIC SCHOOL	15,000.	0.			ATTLEBORO - YEAR 1 PUBLIC UNDERSTANDING AND DEMAND
BIDDEFORD SCHOOL DEPARTMENT 18 MAPLEWOOD AVE BIDDEFORD, ME 04005	01-6000023	PUBLIC SCHOOL	15,000.	0.			BIDDEFORD - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
BRIDGEPORT PUBLIC SCHOOLS 45 LYON TERRACE, ROOM 324 BRIDGEPORT, CT 06604	06-6001865	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
BRIEN MCMAHON HIGH SCHOOL 300 HIGHLAND AVENUE NORWALK, CT 06854	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
CHITTENDEN SOUTH SUPERVISORY UNION 5420 SHELBURNE ROAD SHELBURNE, VT 05482	03-6000554	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
EDUCATION WRITERS ASSOCIATION 3516 CONNECTICUT AVENUE, NW WASHINGTON, DC 20008	23-7439790	501( C )(3)	15,000.	0.			2017 NATIONAL SEMINAR
KEENE SCHOOL DISTRICT 193 MAPLE AVENUE KEENE, NH 03431	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
KITTERY SCHOOL DEPARTMENT TOWN MUNICIPAL BUILDING, 200 ROGERS KITTERY, ME 03904	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD

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LEWISTON PUBLIC SCHOOLS 36 OAK STREET LEWISTON, ME 04240	01-0447384	PUBLIC SCHOOL	15,000.	0.			LEWISTON - YEAR 1 PUBLIC UNDERSTANDING AND DEMAND
EDUCATE MAINE 482 CONGRESS STREET, SUITE 303 PORTLAND, ME 04101	20-3559947	501( C )(3)	15,000.	0.			TEACHER LEADERSHIP AWARD
MALDEN PUBLIC SCHOOLS 200 PLEASANT STREET MALDEN, MA 02148	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
THE METROPOLITAN REGIONAL CAREER & TECHNICAL CENTER - 325 PUBLIC STREET - PROVIDENCE, RI 02905	36-4586634	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
THE COMMUNICATIONS NETWORK 1717 NORTH NAPER BLVD., SUITE 102 NAPERVILLE, IL 60563	52-2114179	501( C )(3)	15,000.	0.			COMNET17
SHEILA C. NOWELL LEADERSHIP ACADEMY - 133 DELAINE STREET - PROVIDENCE, RI 02909	46-2385806	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
SALEM PUBLIC SCHOOLS 29 HIGHLAND AVE SALEM, MA 01970	04-6001413	PUBLIC SCHOOL	15,000.	0.			SALEM - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
JOHN F. KENNEDY LIBRARY FOUNDATION COLUMBIA POINT BOSTON, MA 02125	04-6113130	501( C )(3)	15,000.	0.			CENTENNIAL MAY DINNER
RIDER UNIVERSITY 2083 LAWRENCEVILLE ROAD LAWRENCEVILLE, NJ 08648	21-0650678	501( C )(3)	15,000.	0.			ASPIRING ACCOUNTING PROFESSIONAL PROGRAM

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MORGAN STATE UNIVERSITY FOUNDATION P.O. BOX 64261 BALTIMORE, MD 21264-4261	23-7089143	501( C )(3)	15,000.	0.			GRAVES SCHOOL HONORS PROGRAM
RSU 19 /NOKOMIS REGIONAL HIGH SCHOOL - 266 WILLIAMS ROAD - NEWPORT, ME 04953	GOVT UNIT	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
MIDDLETOWN PUBLIC SCHOOLS 311 HUNTING HILL AVENUE MIDDLETOWN, CT 06457	06-6001872	PUBLIC SCHOOL	15,000.	0.			MIDDLETOWN, CT - YEAR 1 PUBLIC UNDERSTANDING AND DEMAND
MERIDEN PUBLIC SCHOOLS 22 LIBERTY STREET MERIDEN, CT 06450	06-6001893	PUBLIC SCHOOL	15,000.	0.			TEACHER LEADERSHIP AWARD
NATIONAL NETWORK OF STATE TEACHERS OF THE YEAR - 1525 WILSON BOULEVARD - ARLINGTON, VA 22209	48-1035353	501( C )(3)	12,500.	0.			NATIONAL NETWORK OF STATE TEACHERS OF THE YEAR ANNUAL CONFERENCE
JOHN F. KENNEDY LIBRARY FOUNDATION COLUMBIA POINT BOSTON, MA 02125	04-6113130	501( C )(3)	12,000.	0.			PROFILE IN COURAGE
YOUTH IN ACTION 672 BROAD STREET PROVIDENCE, RI 02907	05-0495230	501( C )(3)	10,385.	0.			NEYON STEERING COMMITTEE AND FMFP ATTENDANCE
DOVER SCHOOL DISTRICT MCCONNELL CENTER, 61 LOCUST STREET, SUITE 409 - DOVER, NH 03820-4132	02-6000230	PUBLIC SCHOOL	10,000.	0.			DOVER - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
YALE SCHOOL OF MANAGEMENT PO BOX 208200 NEW HAVEN, CT 06520-8200	06-0646973	501( C )(3)	10,000.	0.			YALE EDUCATION LEADERSHIP CONFERENCE

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POLAND REGIONAL HIGH SCHOOL 1457 MAINE STREET POLAND, ME 04274	26-4196919	PUBLIC SCHOOL	10,000.	0.			OPPORTUNITY GRANTS
POWERMYLEARNING 520 EIGHTH AVENUE, FLOOR 10 NEW YORK, NY 10018	13-3935309	501( C )(3)	10,000.	0.			PML 2017
PITTSFIELD YOUTH WORKSHOP 5 PARK STREET, P.O. BOX 206 PITTSFIELD, NH 03263	02-0414050	501( C )(3)	10,000.	0.			NEYON STEERING COMMITTEE
GRANTMAKERS FOR EDUCATION 851 SW 6TH AVENUE, SUITE 350 PORTLAND, OR 97204	33-0919329	501( C )(3)	10,000.	0.			EQUITY IN EDUCATION: EMPOWERING COMMUNITY VOICE
BRYANT UNIVERSITY 1150 DOUGLAS PIKE SMITHFIELD, RI 02917	05-0258810	501( C )(3)	10,000.	0.			TRUSTEE SCHOLARSHIP
CAMBRIDGE PUBLIC SCHOOLS 159 THORNDIKE STREET CAMBRIDGE, MA 02141	04-6001383	PUBLIC SCHOOL	10,000.	0.			CAMBRIDGE COLLEGE SUCCESS INITIATIVE
CAMBRIDGE PUBLIC SCHOOLS 159 THORNDIKE STREET CAMBRIDGE, MA 02141	04-6001383	PUBLIC SCHOOL	10,000.	0.			KINDERGARTEN TEACHER TRAINING
CHITTENDEN CENTRAL SUPERVISORY UNION - 51 PARK STREET - ESSEX JUNCTION, VT 05452	03-6000554	PUBLIC SCHOOL	10,000.	0.			ESSEX WESTFORD - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
COMMUNITY COLLEGE OF RHODE ISLAND 400 EAST AVE WARWICK, RI 02886-1807	05-0353872	501( C )(3)	10,000.	0.			ASSESSMENT AND LEARNING IN KNOWLEDGE SPACES

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FRIENDS OF THE TOBIN SCHOOL C/O TOBIN MONTESSORI SCHOOL, 197 VA CAMBRIDGE, MA 02138	32-0345900	501( C )(3)	10,000.	0.			STEAM MAKER SPACE
OXFORD HILLS SCHOOL DISTRICT /MSAD #17 - 232 MAIN STREET, STE. 2 - SOUTH PARIS, ME 04281	01-6006629	PUBLIC SCHOOL	10,000.	0.			OXFORD HILLS - YEAR 3 PUBLIC UNDERSTANDING AND DEMAND
GRANTMAKERS FOR EDUCATION 851 SW 6TH AVENUE, SUITE 350 PORTLAND, OR 97204	33-0919329	501( C )(3)	10,000.	0.			EQUITY IMPACT WORKING GROUP
GRANITE STATE ORGANIZING PROJECT 383 BEECH STREET MANCHESTER, NH 03103	47-0873896	501( C )(3)	10,000.	0.			POST ELECTION RELATIONSHIP BUILDING
WINDSOR LOCKS PUBLIC SCHOOLS 58 SOUTH ELM ST WINDSOR LOCKS, CT 06096	06-6001689	PUBLIC SCHOOL	10,000.	0.			WINDSOR LOCKS - YEAR 3 PUBLIC UNDERSTANDING AND DEMAND
HARVARD UNIVERSITY, GRADUATE SCHOOL OF EDUCATION - PRESIDENT AND FELLOWS OF HARV - PO BOX 415649 - CAMBRIDGE, MA 02241-5649	04-2103580	501( C )(3)	10,000.	0.			SCHOOL LEADERSHIP PROGRAM SCHOLARSHIP
HARWOOD UNION HIGH SCHOOL 458 VT ROUTE 100 MORETOWN, VT 05660	03-0216536	PUBLIC SCHOOL	10,000.	0.			GRAPPLING WITH DIVERSITY: POST ELECTION CHALLENGES AT HARWOOD UNION HIGH SCH
MAINE AFTERSCHOOL NETWORK 12 E. CHESTNUT STREET AUGUSTA, ME 04330	01-6000769	501( C )(3)	10,000.	0.			POSITIVE YOUTH DEVELOPMENT INSTITUTE
NATIONAL CENTER FOR FAIR & OPEN TESTING - P.O. BOX 300204 - JAMAICA PLAIN, MA 02130	22-2653502	501( C )(3)	10,000.	0.			THE DEBORAH W. MEIER "HERO IN EDUCATION" AWARD

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NATIONAL COUNCIL FOR COMMUNITY AND EDUCATION PARTNERSHIPS (NCCEP) - 1400 20TH ST., NW, SUITE G-1 - WASHINGTON, DC 20036	31-1669930	501( C )(3)	10,000.	0.			NCCEP/GEAR UP ANNUAL CONFERENCE
NEWPORT PUBLIC SCHOOLS 109 OLD FORT RD NEWPORT, RI 02840	06-6000260	PUBLIC SCHOOL	10,000.	0.			NEWPORT - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
OUR PIECE OF THE PIE, INC. 20-28 SARGEANT STREET HARTFORD, CT 06105	06-0939659	501( C )(3)	10,000.	0.			RIISING TO THE CHALLENGE: OPP'S 2017 ANNUAL CELEBRATION
WORCESTER STATE FOUNDATION 486 CHANDLER STREET WORCESTER, MA 01602-2861	22-3248067	501( C )(3)	10,000.	0.			NEYON STEERING COMMITTEE
BRONXDALE TENANTS LEAGUE 1065 BEACH AVENUE BRONX, NY 10472	13-2681414	501( C )(3)	10,000.	0.			DEMOGRAPHY ISN'T DESTINY INITIATIVE
WASHINGTON WEST SUPERVISORY UNION 340 MAD RIVER PARK, SUITE 7 WAITSFIELD, VT 05673	03-0218197	GOVT AGENCY	10,000.	0.			WWSU - YEAR 3 PUBLIC UNDERSTANDING AND DEMAND
PROVIDENCE STUDENT UNION 741 WESTMINISTER ST. PROVIDENCE, RI 02903	45-5052229	501( C )(3)	10,000.	0.			2017 POST-ELECTION COMMUNITY NEEDS
WASHINGTON NORTHEAST SUPERVISORY UNION - 149 MAIN ST., 1ST FLOOR, PO BOX 470 - PLAINFIELD, VT 05667	03-6000883	GOVT AGENCY	10,000.	0.			WNESU - YEAR 3 PUBLIC UNDERSTANDING AND DEMAND
BOSTON CHINATOWN NEIGHBORHOOD CENTER - 885 WASHINGTON STREET - BOSTON, MA 02111	23-7209691	501( C )(3)	10,000.	0.			ANNUAL BANQUET

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BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION - 2300 WASHINGTON STREET - ROXBURY, MA 02119	22-2514422	501( C )(3)	10,000.	0.			PREVENTING AND ADDRESSING BIAS-BASED INCIDENTS IN SCHOOLS
BOSTON DAY & EVENING ACADEMY FOUNDATION, INC. - 20 KEARSARGE AVENUE - ROXBURY, MA 02119	31-1708923	501( C )(3)	10,000.	0.			REAL RIDE
BOSTON INTERNATIONAL NEWCOMERS ACADEMY - 100 MAXWELL STREET - DORCHESTER, MA 02124	04-6001380	PUBLIC SCHOOL	10,000.	0.			BINCA DIVERSITY AND DEMOCRACY
BIG PICTURE LEARNING 325 PUBLIC STREET PROVIDENCE, RI 02905	05-0485883	501( C )(3)	10,000.	0.			BIG BANG 2017: THE INTERNATIONAL CONFERENCE ON STUDENT-CENTERED LEARNING
BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION - 2300 WASHINGTON STREET - ROXBURY, MA 02119	22-2514422	501( C )(3)	10,000.	0.			PREVENTING AND ADDRESSING BIAS-BASED INCIDENTS IN SCHOOLS
BRAVEN, INC. / BEYOND Z C/O COCO, 1046 WEST KINZIE ST , SUI CHICAGO, IL 60642	46-4340594	501( C )(3)	10,000.	0.			BRAVEN 2017
SOCIEDAD LATINA 1530 TREMONT STREET ROXBURY, MA 02120	04-2678255	501( C )(3)	10,000.	0.			SOCIEDAD LATINA'S POST-ELECTION RESPONSE TO IMMIGRATION
PRISON BOOK PROGRAM 1306 HANCOCK STREET, SUITE 100 QUINCY, MA 02169	20-3235673	501( C )(3)	10,000.	0.			PRISON BOOK PROGRAM
BIG BROTHER BIG SISTER OF MERCER COUNTY - 535 E. FRANKLIN STREET - TRENTON, NJ 08610	06-1653897	501( C )(3)	10,000.	0.			LAWRENCE YOUTH MENTORING PROGRAM

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REVERE PUBLIC SCHOOLS 101 SCHOOL STREET REVERE, MA 02151	04-6001412	PUBLIC SCHOOL	10,000.	0.			SUPPORT FOR POST-ELECTION COMMUNITY NEEDS
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02903	05-0258956	501( C )(3)	10,000.	0.			MUSEUM YOUTH
SALEM PUBLIC SCHOOLS 29 HIGHLAND AVE SALEM, MA 01970	04-6001413	PUBLIC SCHOOL	10,000.	0.			YOUTH LED COMMUNITY DIALOGUES ON IMMIGRATION
SCHOOL ADMINISTRATIVE UNIT #6 / SAU #6 - 165 BROAD STREET - CLAREMONT, NH 03743	02-6000158	PUBLIC SCHOOL	10,000.	0.			CLAREMONT - YEAR 2 PUBLIC UNDERSTANDING AND DEMAND
SEVENZO 6401 PENN AVE., 3RD FLOOR PITTSBURGH, PA 15206	81-1001484	501( C )(3)	10,000.	0.			SEVENZO 2017
VOICES FOR VERMONT'S CHILDREN 149 STATE STREET, PO BOX 261 MONTPELIER, VT 05601	22-2611535	501( C )(3)	10,000.	0.			PARENTS AND YOUTH FOR CHANGE
SOCIEDAD LATINA 1530 TREMONT STREET ROXBURY, MA 02120	04-2678255	501( C )(3)	10,000.	0.			NEYON STEERING COMMITTEE
TEACHERS COLLEGE, COLUMBIA UNIVERSITY - 525 W. 120TH STREET - NEW YORK, NY 10027	13-1624202	501( C )(3)	10,000.	0.			ETUREIMAGINING EDUCATION: TEACHING AND LEARNING IN DIVERSE SCHOOLS SUMMER IN
PITTSFIELD YOUTH WORKSHOP 5 PARK STREET, P.O. BOX 206 PITTSFIELD, NH 03263	02-0414050	501( C )(3)	10,000.	0.			SUPPORTING POST-ELECTION COMMUNITY NEEDS

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THE CENTER FOR THE ARTS IN NATICK 14 SUMMER STREET NATICK, MA 01760	04-3364016	501( C )(3)	10,000.	0.			EDUCATIONAL PROGRAMS
THE LINKS FOUNDATION, INC. THE COMMONWEALTH (VA) CHAPTER THE LINKS, INC., PO BOX 27183 - RICHMOND, VA 2	52-1170830	501( C )(3)	10,000.	0.			COMMONWEALTH CHAPTER OF THE LINKS INC.
PROVIDENCE PUBLIC SCHOOLS 797 WESTMINSTER ST. PROVIDENCE, RI 02903	05-6000329	PUBLIC SCHOOL	9,999.	0.			BUILDING TRUST & COMMUNITYIN PROVIDENCE
WRITEBOSTON 7 PALMER STREET ROXBURY, MA 02119	46-1255108	501( C )(3)	9,875.	0.			LOOKING BACK & LOOKING FORWARD: WRITING TO DEFEND DEMOCRACY
MEXICAN AMERICAN UNITY COUNCIL 2300 W COMMERCE, SUITE 200 SAN ANTONIO, TX 78207	74-6088061	501( C )(3)	9,000.	0.			SPIRIT OF EDUCATION SCHOLARSHIP
SURGE INSTITUTE 5250 N. LINCOLN AVE., UNIT 4A CHICAGO, IL 60625	47-1995566	501( C )(3)	9,000.	0.			SURGE 2017
NORTHWESTERN UNIVERSITY 1201 DAVIS STREET EVANSTON, IL 60208	36-2167817	501( C )(3)	9,000.	0.			LIFE SCIENCES RESEARCH FUND
MOSES BROWN SCHOOL 250 LLOYD AVENUE PROVIDENCE, RI 02906	05-0393999	501( C )(3)	9,000.	0.			SCHOLARSHIP
CATHOLIC SCHOOLS FOUNDATION 67 BATTERYMARCH STREET, 6TH FLOOR BOSTON, MA 02110	22-2485502	501( C )(3)	9,000.	0.			INNER-CITY SCHOLARSHIP FUND BOSTON

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
CASTLETON UNIVERSITY 62 ALUMNI DRIVE CASTLETON, VT 05735	20-2695709	PUBLIC UNIVERSIT	9,000.	0.			SHIELD SOCIETY
ALLIANCE OF RHODE ISLAND SOUTHEAST ASIANS FOR EDUCATION (ARISE) - 1 EMPIRE PLACE - PROVIDENCE, RI 02903	81-4458558	501( C )(3)	9,000.	0.			DISTRICT PARTNERSHIPS
UNIVERSITY OF SOUTHERN MAINE, MUSKIE SCHOOL OF PUBLIC POLICY - P O BOX 9300 - PORTLAND, ME 04104-9300	01-6000769	PUBLIC UNIVERSIT	8,185.	0.			COMMUNICATIONS FOR SUSTAINABILITY
NATIONAL CONFERENCE OF STATE LEGISLATURES - 7700 EAST FIRST PLACE - DENVER, CO 80203	74-2232576	501( C )(3)	7,500.	0.			NCSL LEGISLATIVE SUMMIT
EDUCATE MAINE 482 CONGRESS STREET, SUITE 303 PORTLAND, ME 04101	20-3559947	501( C )(3)	7,500.	0.			MAINE TEACHER LEADERSHIP SUMMIT
LEARNLAUNCH 281 SUMMER STREET, 2ND FLOOR BOSTON, MA 02210	46-1270864	501( C )(3)	7,500.	0.			ACROSS BOUNDARIES ED TECH CONFERENCE 2018
HANOVER PERMANENT SCHOLARSHIP FUND P.O. BOX 67 HANOVER, MA 02339	04-2625836	501( C )(3)	7,500.	0.			JENNA ATTURIO MEMORIAL SCHOLARSHIP
SAFE PASSAGE 81 BRIDGE ST., SUITE 104 YARMOUTH, ME 04096	01-0532835	501( C )(3)	7,500.	0.			EXPEDITIONARY LEARNING
THE FOUNDATION CENTER 32 OLD SLIP, 24TH FLOOR NEW YORK, NY 10005	13-1837418	501( C )(3)	7,500.	0.			GENERAL PROGRAM FUNDING

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
NEW HAMPSHIRE DEPARTMENT OF EDUCATION - 101 PLEASANT STREET - CONCORD, NH 03301	02-6000618	GOVT AGENCY	7,500.	0.			PERSONALIZED LEARNING ENVIRONMENTS
ENGAGING SCHOOLS 23 GARDEN STREET CAMBRIDGE, MA 02138	04-2764204	501( C )(3)	7,000.	0.			EDUCATION PROGRAMS
HARLEM SCHOOL OF THE ARTS 645 SAINT NICHOLAS AVENUE NEW YORK, NY 10030	13-2552500	501( C )(3)	7,000.	0.			CHILDREN'S ENRICHMENT PROGRAM
LEARNLAUNCH 281 SUMMER STREET, 2ND FLOOR BOSTON, MA 02210	46-1270864	501( C )(3)	7,000.	0.			ACROSS BOUNDARIES ED TECH CONFERENCE 2017
PROJECT MERCY 7011 ARDMORE AVENUE FORT WAYNE, IN 46809	35-1410753	501( C )(3)	7,000.	0.			SUPPORT FOR EDUCATION INITIATIVES
NATIONAL CENTER FOR FAIR & OPEN TESTING - P.O. BOX 300204 - JAMAICA PLAIN, MA 02130	22-2653502	501( C )(3)	6,000.	0.			SUPPORTING YOUNG ALLIANCE TO ATTEND NORTH DAKOTA STUDY GROUP ON EVALUATION 2
MORGAN STATE UNIVERSITY FOUNDATION P.O. BOX 64261 BALTIMORE, MD 21264-4261	23-7089143	501( C )(3)	6,000.	0.			GRAVES HONORS PROGRAM
WILLISTON NORTHAMPTON SCHOOL 19 PAYSON AVE EASTHAMPTON, MA 01027	04-1975990	501( C )(3)	6,000.	0.			ANNUAL FUND 2017
SCOTTY MONTEIRO JR. FOUNDATION PO BOX 994 ONSET, MA 02558	45-4167522	501( C )(3)	6,000.	0.			EDUCATION PROGRAMS

Schedule I (Form 990)

**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:

AS PART OF THE GRANT AGREEMENT, THE GRANTEE IS REQUIRED TO SUBMIT A  
 PROGRESS REPORT AND A FINAL REPORT TO THE FOUNDATION. DEPENDING ON THE  
 SIZE AND COMPLEXITY OF THE GRANT, THE GRANTEE WOULD SUBMIT A NARRATIVE AND  
 BUDGET SPENT TO DATE WITH THE PROGRESS AND FINAL REPORTS. THE REPORTS  
 INCLUDE NARRATIVES TO REPORT QUESTIONS INCLUDING THE MEASURABLE PROGRESS OF  
 THE ORIGINAL GOALS AND OBJECTIVES OF THE GRANT.

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest  
Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2017**

Open to Public  
Inspection

Name of the organization

**NELLIE MAE EDUCATION FOUNDATION, INC.**

Employer identification number

**04-2755323**

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> First-class or charter travel  | <input type="checkbox"/> Housing allowance or residence for personal use    |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence    |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees      |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) |

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

**3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- |   |   |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee              | <input type="checkbox"/> Written employment contract                                |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input checked="" type="checkbox"/> Form 990 of other organizations     | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

**4** During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.**

**5** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

**6** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

**7** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

**8** Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		X
2	X	
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2017



**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

**Note:** The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) NICHOLAS C. DONOHUE PRESIDENT & CEO	(i)	477,890.	0.	0.	41,870.	23,469.	543,229.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MICHAEL CAREY TREASURER & VP FOR FINANCE & ADMIN.	(i)	260,563.	0.	0.	40,994.	16,357.	317,914.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) MARY HARRISON VP OF PROGRAMS	(i)	238,599.	0.	0.	38,421.	16,358.	293,378.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) SHAUN ADAMEC DIRECTOR OF COMMUNICATIONS	(i)	176,375.	0.	0.	27,855.	23,370.	227,600.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) CHARLES TOULMIN DIRECTOR OF POLICY	(i)	156,109.	0.	0.	23,654.	23,044.	202,807.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) SONIA GLEASON DIR. OF STRATEGIC LEARNING & EVAL.	(i)	152,983.	0.	0.	23,180.	23,368.	199,531.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) EVE GOLDBERG DIRECTOR OF RESEARCH	(i)	146,053.	0.	0.	21,890.	22,209.	190,152.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) JESSICA SPOHN SENIOR PROGRAM DIRECTOR	(i)	145,900.	0.	0.	21,485.	23,253.	190,638.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**Part III** Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**PART I, LINE 1A:**

THE FOUNDATION DOES NOT, AS A MATTER OF POLICY, PROVIDE FIRST CLASS TRAVEL.

TWO EXCEPTIONS WERE MADE THIS YEAR FOR OUR PRESIDENT, WHO WITH PRIOR

APPROVAL OF OUR BOARD CHAIR, FLEW FIRST CLASS FOR TWO BUSINESS MEETINGS

CROSS COUNTRY.

**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.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2017**

Open to Public  
Inspection

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

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

EDUCATIONAL ORGANIZATIONS.

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

ESSENTIALLY UNDERSERVED LEARNERS - TO OBTAIN THE SKILLS, KNOWLEDGE AND  
SUPPORTS NECESSARY TO BECOME CIVICALLY ENGAGED, ECONOMICALLY  
SELF-SUFFICIENT LIFE-LONG LEARNERS.

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

SKILLS THAT AREN'T ADDRESSED IN A TRADITIONAL CURRICULUM, SUCH AS  
CRITICAL THINKING, PROBLEM SOLVING, COMMUNICATIONS, COLLABORATION,  
SELF-DIRECTED LEARNING AND SOCIAL-EMOTIONAL SKILLS. AND WHILE  
GRADUATION RATES ARE RISING, TOO MANY STUDENTS ARE STILL LEFT BEHIND,  
AND AN ALARMING NUMBER OF GRADUATES ARE NOT ADEQUATELY PREPARED FOR  
COLLEGE OR THE WORKPLACE. THE FOUNDATION WORKS WITH SCHOOLS,  
DISTRICTS, COMMUNITITES, AND ADVOCATES TO IMPLEMENT AND PROMOTE THE  
PRINCIPLES OF STUDENT-CENTERED LEARNING: LEARNING THAT IS PERSONALIZED,  
ENGAGING, COMPETENCY-BASED AND NOT RESTRICTED TO THE TRADITIONAL  
CLASSROOM. WE HELP STRENGTHEN WHAT IS WORKING AND SUBSTANTIALLY UPDATE  
AND IMPROVE POLICIES AND PRACTICES THAT ARE OUTDATED. STUDENTS TAKE  
GREATER RESPONSIBILITY FOR THEIR LEARNING AND SUPPORT EACH OTHERS'  
PROGRESS, SO EVERY STUDENT GETS THE SKILLS THEY NEED TO SUCCEED AND  
CONTRIBUTE TO SOCIETY.

WE AWARD GRANTS PRIMARILY THROUGH OUR FOUR STRATEGIC INITIATIVES:

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

BUILD PUBLIC UNDERSTANDING AND DEMAND - THE GOAL OF THIS INITIATIVE IS TO BUILD STRONGER PUBLIC AWARENESS AND UNDERSTANDING OF INNOVATIVE APPROACHES TO PUBLIC SCHOOLING, WHILE CULTIVATING PUBLIC SUPPORT AND DEMAND FOR STUDENT-CENTERED APPROACHES TO LEARNING. GRANTS UNDER THIS AREA TARGET BOTH GRASSROOTS (COMMUNITY ENGAGEMENT AND ORGANIZING) AND GRASS TOPS (POLICYMAKERS, INFLUENCERS) IN BUILDING AWARENESS, SUPPORT AND DEMAND FOR STUDENT-CENTERED APPROACHES TO LEARNING. THIS INITIATIVE ALSO SEEKS TO SHIFT THE PUBLIC NARRATIVE AROUND PUBLIC EDUCATION FROM ONE THAT FOCUSES ON INDIVIDUAL ACHIEVEMENT AND SUCCESS, TO ONE THAT EMPHASIZES THE PUBLIC GOOD THAT EDUCATION PLAYS IN THE BUILDING OF COMMUNITIES AND ENGAGED STAKEHOLDERS. THE FOUNDATION DISTRIBUTED \$8.3 MILLION TO EDUCATIONAL ORGANIZATIONS TO PROMOTE AND PROVIDE A FORUM TO BUILD PUBLIC UNDERSTANDING ON STUDENT-CENTERED APPROACHES TO LEARNING.

BUILD EDUCATOR OWNERSHIP, LEADERSHIP, AND CAPACITY - TO IMPLEMENT STUDENT-CENTERED APPROACHES TO LEARNING WITH RIGOR AND RELIABILITY, TOOLS AND RESOURCES MUST BE DEVELOPED AND UTILIZED. GRANTS UNDER THIS INITIATIVE FOCUS ON BUILDING EDUCATOR CAPACITY THROUGH PROJECTS LIKE TEACHER AND PRINCIPAL FELLOWSHIPS, AIMING TO EMPOWER EDUCATORS TO IMPLEMENT HIGH QUALITY, RIGOROUS AND EQUITABLE STUDENT-CENTERED PRACTICES IN THEIR CLASSROOMS AND DISTRICTS. ADDITIONALLY, THIS INITIATIVE FOCUSES ON DEVELOPING INSTRUCTIONAL AND PROFESSIONAL TOOLS TO SUPPORT EDUCATORS IN THE IMPLEMENTATION OF STUDENT-CENTERED APPROACHES TO LEARNING. THE FOUNDATION DISTRIBUTED \$3.3 MILLION TO EDUCATIONAL ORGANIZATIONS BUILDING EDUCATOR CAPACITY TO SUPPORT THE IMPLEMENTATION OF STUDENT-CENTERED APPROACHES TO LEARNING.

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

DEVELOP EFFECTIVE SYSTEMS DESIGNS - A CORNERSTONE OF THE FOUNDATION'S MISSION IS TO PROMOTE THE TRANSFORMATION OF EDUCATION SYSTEMS TOWARDS STUDENT-CENTERED APPROACHES. THIS INITIATIVE FOCUSES ON REIMAGINING SCHOOL DISTRICTS - INCLUDING WORK SUCH AS PILOTING REDESIGNS OF CENTRAL OFFICE PURPOSES, GOVERNANCE MODELS AND PILOTS IN THE AREAS OF DIGITAL BADGING AND ASSESSMENT. ADDITIONALLY, THIS INITIATIVE INCLUDES SUPPORTING THE DEVELOPMENT OF FAVORABLE POLICY CONDITIONS (FEDERAL, STATE AND LOCAL) TO SUPPORT AND HELP SCALE STUDENT-CENTERED APPROACHES. THE FOUNDATION DISTRIBUTED \$12 MILLION TO NEW ENGLAND SCHOOL DISTRICTS AND OTHER EDUCATIONAL ORGANIZATIONS SUPPORTING WORK AROUND STUDENT-CENTERED APPROACHES TO LEARNING.

ADVANCE QUALITY AND RIGOR OF STUDENT-CENTERED PRACTICES - THIS INITIATIVE FOCUSES ON BUILDING A RESEARCH BASE OF EVIDENCE SUPPORTING STUDENT-CENTERED LEARNING, EVALUATING STUDENT-CENTERED PRACTICES IN HIGH SCHOOLS, DEVELOPING RESEARCHER-PRACTITIONER COLLABORATIONS, AND ESTABLISHING CRITERIA FOR WHAT IT TAKES TO PUT HIGH QUALITY, STUDENT-CENTERED LEARNING INTO PRACTICE. WORK IN THIS INITIATIVE INCLUDES PROJECTS SUCH AS DEVELOPING RESEARCH AND PRACTITIONER NETWORKS TO IDENTIFY COMMON PROBLEMS IN IMPLEMENTING STUDENT-CENTERED LEARNING, AND DETERMINING INNOVATIVE APPROACHES TO SOLVING SUCH PROBLEMS. THE FOUNDATION DISTRIBUTED \$3.9 MILLION TO BUILD AND DEVELOP KNOWLEDGE ON STUDENT-CENTERED APPROACHES TO LEARNING.

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

REVIEW OF FORM 990 - MANAGEMENT OF THE FOUNDATION PLAYED AN ACTIVE AND KEY ROLE IN THE PREPARATION AND REVIEW OF FORM 990. MANAGEMENT DRAFTED THE FORM 990 AND FORWARDED TO THE FOUNDATION'S INDEPENDENT CPA FIRM, WHICH REVIEWED

Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

THE FILING FOR COMPLETENESS, ACCURACY, AND FINALIZATION BEFORE FILING. THE FORM 990 WAS REVIEWED AND APPROVED BY THE AUDIT COMMITTEE AND WAS PROVIDED TO THE FULL BOARD BEFORE IT WAS FILED.

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

THE FOUNDATION'S CONFLICT OF INTEREST POLICY REQUIRES AN ANNUAL CONFLICT OF INTEREST DISCLOSURE FORM FROM BOARD AND STAFF MEMBERS REGARDING OUTSIDE AFFILIATIONS AS A DIRECTOR, TRUSTEE OR OFFICER. THE POLICY REQUIRES DISCLOSURE OF ANY TRANSACTIONS, FINANCIAL ARRANGEMENT OR BUSINESS RELATIONSHIP EACH BOARD MEMBER, STAFF MEMBER AND OR FAMILY MEMBER MAY HAVE WITH THE FOUNDATION. UPON SUBMISSION OF THE CONFLICT DISCLOSURE FORM, A LISTING OF EACH BOARD AND STAFF MEMBER IS COMPILED ALONG WITH AFFILIATIONS. THE LIST IS MONITORED DURING THE YEAR FOR ANY UPDATES. BOARD MEMBERS ARE REQUIRED TO RECUSE THEMSELVES FROM VOTING ON TRANSACTIONS IN WHICH THE INDIVIDUAL OR A MEMBER OF HIS OR HER IMMEDIATE FAMILY OR AN AFFILIATED ENTITY OF ANY SUCH PERSON HAS A FINANCIAL INTEREST. STAFF MEMBERS ARE REQUIRED TO RECUSE THEMSELVES FROM THE GRANT MAKING PROCESS IF ANY SUCH AFFILIATION EXISTS. ANY POTENTIAL CONFLICTS ARE DETERMINED BY THE BOARD WHICH WILL IMPOSE RESTRICTIONS UPON AFFECTED PARTIES ACCORDINGLY.

FORM 990, PART VI, SECTION B, LINE 15:

THE EXECUTIVE FINANCE COMMITTEE OF THE BOARD OF DIRECTORS CONSIDERS COMPARABILITY DATA, PROVIDED BY AN INDEPENDENT CONSULTANT, WHEN DETERMINING COMPENSATION FOR ALL STAFF MEMBERS AND THE BOARD OF DIRECTORS. DOCUMENTATION INCLUDING THE RELIED UPON COMPARABILITY DATA, DELIBERATION PROCESS, AND DECISIONS ARE INCLUDED IN BOARD MATERIALS AND ARE RECORDED IN COMMITTEE AND BOARD MINUTES. IN ALL CASES, COMPENSATION IS DETERMINED BY INDEPENDENT PERSONS. THIS PROCESS WAS MOST RECENTLY UNDERTAKEN IN 2015.



Name of the organization

NELLIE MAE EDUCATION FOUNDATION, INC.

Employer identification number

04-2755323

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

MANAGEMENT WILL PROVIDE UPON REQUEST GOVERNING DOCUMENTS AND THE CONFLICT OF INTEREST POLICY TO THE PUBLIC. CURRENTLY THE FOUNDATION'S AUDITED FINANCIAL STATEMENTS AND TAX RETURNS APPEAR ON THE ORGANIZATION'S WEBSITE AND ARE ALSO AVAILABLE UPON REQUEST.

**Exempt Organization Business Income Tax Return**  
(and proxy tax under section 6033(e))

OMB No. 1545-0047

**2017**Open to Public Inspection for  
501(c)(3) Organizations Only

For calendar year 2017 or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Go to [www.irs.gov/Form990T](http://www.irs.gov/Form990T) for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury  
Internal Revenue Service

<b>A</b> <input checked="" type="checkbox"/> Check box if address changed	Name of organization ( <input type="checkbox"/> Check box if name changed and see instructions.)	<b>D</b> Employer identification number (Employees' trust, see instructions.)
<b>B</b> Exempt under section <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a)	<b>Print or Type</b> NELLIE MAE EDUCATION FOUNDATION, INC. Number, street, and room or suite no. If a P.O. box, see instructions. 1250 HANCOCK STREET, NO. 701N City or town, state or province, country, and ZIP or foreign postal code QUINCY, MA 02169	04-2755323 <b>E</b> Unrelated business activity codes (See instructions.) 525990
<b>C</b> Book value of all assets at end of year 543,378,232.	<b>F</b> Group exemption number (See instructions.)	
	<b>G</b> Check organization type <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust	

**H** Describe the organization's primary unrelated business activity. **PARTNERSHIP INVESTMENTS**

**I** During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ☐ Yes ☒ No  
If "Yes," enter the name and identifying number of the parent corporation.

**J** The books are in care of **MICHAEL CAREY** Telephone number **781-348-4271**

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales			
b	Less returns and allowances			
c	Balance	1c		
2	Cost of goods sold (Schedule A, line 7)	2		
3	Gross profit. Subtract line 2 from line 1c	3		
4a	Capital gain net income (attach Schedule D)	4a	56,590.	56,590.
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5	-812,826.	STMT 1 -812,826.
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Sch. F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11		
12	Other income (See instructions; attach schedule)	12		
13	Total. Combine lines 3 through 12	13	-756,236.	-756,236.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.)			
14	Compensation of officers, directors, and trustees (Schedule K)	14	3,486.
15	Salaries and wages	15	1,094.
16	Repairs and maintenance	16	
17	Bad debts	17	
18	Interest (attach schedule)	18	
19	Taxes and licenses	19	
20	Charitable contributions (See instructions for limitation rules)	20	
21	Depreciation (attach Form 4562)	21	
22	Less depreciation claimed on Schedule A and elsewhere on return	22a	
23	Depletion	23	
24	Contributions to deferred compensation plans	24	
25	Employee benefit programs	25	
26	Excess exempt expenses (Schedule I)	26	
27	Excess readership costs (Schedule J)	27	
28	Other deductions (attach schedule) SEE STATEMENT 2	28	40,503.
29	Total deductions. Add lines 14 through 28	29	45,083.
30	Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	-801,319.
31	Net operating loss deduction (limited to the amount on line 30) SEE STATEMENT 3	31	
32	Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	-801,319.
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33	1,000.
34	Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	-801,319.

**Part III Tax Computation****35 Organizations Taxable as Corporations.** See instructions for tax computation.Controlled group members (sections 1561 and 1563) check here ☐ See instructions and:**a** Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):

(1) \$ (2) \$ (3) \$

**b** Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$

(2) Additional 3% tax (not more than \$100,000) \$

**c** Income tax on the amount on line 34 **35c** 0.**36 Trusts Taxable at Trust Rates.** See instructions for tax computation. Income tax on the amount on line 34 from:☐ Tax rate schedule or ☐ Schedule D (Form 1041) **36****37 Proxy tax.** See instructions **37****38 Alternative minimum tax** **38****39 Tax on Non-Compliant Facility Income.** See instructions **39****40 Total.** Add lines 37, 38 and 39 to line 35c or 36, whichever applies **40** 0.**Part IV Tax and Payments****41a** Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) **41a****b** Other credits (see instructions) **41b****c** General business credit. Attach Form 3800 **41c****d** Credit for prior year minimum tax (attach Form 8801 or 8827) **41d****e Total credits.** Add lines 41a through 41d **41e****42** Subtract line 41e from line 40 **42** 0.**43** Other taxes. Check if from: ☐ Form 4255 ☐ Form 8611 ☐ Form 8697 ☐ Form 8866 ☐ Other (attach schedule) **43****44 Total tax.** Add lines 42 and 43 **44** 0.**45a** Payments: A 2016 overpayment credited to 2017 **45a****b** 2017 estimated tax payments **45b****c** Tax deposited with Form 8868 **45c****d** Foreign organizations: Tax paid or withheld at source (see instructions) **45d****e** Backup withholding (see instructions) **45e****f** Credit for small employer health insurance premiums (Attach Form 8941) **45f****g** Other credits and payments: ☐ Form 2439 ☐ Other **45g**☐ Form 4136 ☐ Other Total **45g****46 Total payments.** Add lines 45a through 45g **46****47** Estimated tax penalty (see instructions). Check if Form 2220 is attached ☐ **47****48 Tax due.** If line 46 is less than the total of lines 44 and 47, enter amount owed **48** 0.**49 Overpayment.** If line 46 is larger than the total of lines 44 and 47, enter amount overpaid **49** 0.**50** Enter the amount of line 49 you want: **Credited to 2018 estimated tax** **Refunded** **50****Part V Statements Regarding Certain Activities and Other Information** (see instructions)**51** At any time during the 2017 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here **Yes** **No****52** During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file. **Yes** **No****53** Enter the amount of tax-exempt interest received or accrued during the tax year **\$****Sign Here**

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

Signature of officer Date Title **PRESIDENT & CEO**May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No**Paid Preparer Use Only**Print/Type preparer's name Preparer's signature Date Check ☐ if self-employed PTIN  
**CRAIG KLEIN**  
Firm's name **CBIZ MHM, LLC** Firm's EIN **26-3753134**  
Firm's address **500 BOYLSTON STREET**  
**BOSTON, MA 02116** Phone no. **617-761-0600**

Form 990-T (2017)

**Schedule A - Cost of Goods Sold.** Enter method of inventory valuation **N/A**

1	Inventory at beginning of year	1		6	Inventory at end of year	6	
2	Purchases	2		7	Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	7	
3	Cost of labor	3		8	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?	Yes	No
4a	Additional section 263A costs (attach schedule)	4a					
4b	Other costs (attach schedule)	4b					
5	Total. Add lines 1 through 4b	5					

**Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)**

(see instructions)

## 1. Description of property

(1)	
(2)	
(3)	
(4)	

## 2. Rent received or accrued

(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(1)		
(2)		
(3)		
(4)		
Total	0.	Total

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A)

(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B) 0.

**Schedule E - Unrelated Debt-Financed Income** (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)	
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			Enter here and on page 1, Part I, line 7, column (A).	Enter here and on page 1, Part I, line 7, column (B).
			0.	0.
Total dividends-received deductions included in column 8				0.

Form 990-T (2017)

**Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations** (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

**Nonexempt Controlled Organizations**

7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
<b>Totals</b>			0.	0.

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization** (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
<b>Totals</b>		0.		0.

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income** (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals</b>		0.	0.			0.

**Schedule J - Advertising Income** (see instructions)**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals (carry to Part II, line (5))</b>		0.	0.			0.

**Part II** **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals from Part I</b> .....	<b>0.</b>	<b>0.</b>				<b>0.</b>
<b>Totals, Part II (lines 1-5)</b> .....	<b>0.</b>	<b>0.</b>				<b>0.</b>

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)	TREASURER & DIR. OF	%	
(2) <b>MICHAEL CAREY</b>	<b>FINANCE</b>	<b>10.00 %</b>	<b>3,486.</b>
(3)		%	
(4)		%	
<b>Total. Enter here and on page 1, Part II, line 14</b> .....			<b>3,486.</b>

Form 990-T (2017)



## Alternative Minimum Tax - Corporations

▶ Attach to the corporation's tax return.

▶ Go to [www.irs.gov/Form4626](http://www.irs.gov/Form4626) for instructions and the latest information.

OMB No. 1545-0123

**2017**

Name		Employer identification number
<b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>		<b>04-2755323</b>
<b>Note:</b> See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).		
<b>1</b>	Taxable income or (loss) before net operating loss deduction	<b>1</b> -801,319.
<b>2</b>	<b>Adjustments and preferences:</b>	
<b>a</b>	Depreciation of post-1986 property	<b>2a</b> 6,479.
<b>b</b>	Amortization of certified pollution control facilities	<b>2b</b>
<b>c</b>	Amortization of mining exploration and development costs	<b>2c</b>
<b>d</b>	Amortization of circulation expenditures (personal holding companies only)	<b>2d</b>
<b>e</b>	Adjusted gain or loss	<b>2e</b> -9,421.
<b>f</b>	Long-term contracts	<b>2f</b>
<b>g</b>	Merchant marine capital construction funds	<b>2g</b>
<b>h</b>	Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	<b>2h</b>
<b>i</b>	Tax shelter farm activities (personal service corporations only)	<b>2i</b>
<b>j</b>	Passive activities (closely held corporations and personal service corporations only)	<b>2j</b>
<b>k</b>	Loss limitations	<b>2k</b>
<b>l</b>	Depletion	<b>2l</b>
<b>m</b>	Tax-exempt interest income from specified private activity bonds	<b>2m</b>
<b>n</b>	Intangible drilling costs	<b>2n</b>
<b>o</b>	Other adjustments and preferences	<b>2o</b> STATEMENT 4 386,012.
<b>3</b>	Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	<b>3</b> -418,249.
<b>4</b>	<b>Adjusted current earnings (ACE) adjustment:</b>	
<b>a</b>	ACE from line 10 of the ACE worksheet in the instructions	<b>4a</b> -418,249.
<b>b</b>	Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount. See instructions	<b>4b</b> 0.
<b>c</b>	Multiply line 4b by 75% (0.75). Enter the result as a positive amount	<b>4c</b>
<b>d</b>	Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments. See instructions. <b>Note:</b> You must enter an amount on line 4d (even if line 4b is positive)	<b>4d</b>
<b>e</b>	ACE adjustment. • If line 4b is zero or more, enter the amount from line 4c • If line 4b is less than zero, enter the <b>smaller</b> of line 4c or line 4d as a negative amount	<b>4e</b> 0.
<b>5</b>	Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT	<b>5</b> -418,249.
<b>6</b>	Alternative tax net operating loss deduction. See instructions	<b>6</b>
<b>7</b>	<b>Alternative minimum taxable income.</b> Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions	<b>7</b>
<b>8</b>	<b>Exemption phase-out</b> (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):	
<b>a</b>	Subtract \$150,000 from line 7. If completing this line for a member of a controlled group, see instructions. If zero or less, enter -0-	<b>8a</b>
<b>b</b>	Multiply line 8a by 25% (0.25)	<b>8b</b>
<b>c</b>	Exemption. Subtract line 8b from \$40,000. If completing this line for a member of a controlled group, see instructions. If zero or less, enter -0-	<b>8c</b>
<b>9</b>	Subtract line 8c from line 7. If zero or less, enter -0-	<b>9</b>
<b>10</b>	Multiply line 9 by 20% (0.20)	<b>10</b>
<b>11</b>	Alternative minimum tax foreign tax credit (AMTFTC). See instructions	<b>11</b>
<b>12</b>	Tentative minimum tax. Subtract line 11 from line 10	<b>12</b>
<b>13</b>	Regular tax liability before applying all credits except the foreign tax credit	<b>13</b>
<b>14</b>	<b>Alternative minimum tax.</b> Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	<b>14</b>

JWA For Paperwork Reduction Act Notice, see separate instructions.

Form 4626 (2017)

## Adjusted Current Earnings (ACE) Worksheet

▶ See ACE Worksheet Instructions.

1	Pre-adjustment AMTI. Enter the amount from line 3 of Form 4626	1	-418,249.
2	ACE depreciation adjustment:		
a	AMT depreciation	2a	
b	ACE depreciation:		
(1)	Post-1993 property	2b(1)	
(2)	Post-1989, pre-1994 property	2b(2)	
(3)	Pre-1990 MACRS property	2b(3)	
(4)	Pre-1990 original ACRS property	2b(4)	
(5)	Property described in sections 168(f)(1) through (4)	2b(5)	
(6)	Other property	2b(6)	
(7)	Total ACE depreciation. Add lines 2b(1) through 2b(6)	2b(7)	
c	ACE depreciation adjustment. Subtract line 2b(7) from line 2a	2c	
3	Inclusion in ACE of items included in earnings and profits (E&P):		
a	Tax-exempt interest income	3a	
b	Death benefits from life insurance contracts	3b	
c	All other distributions from life insurance contracts (including surrenders)	3c	
d	Inside buildup of undistributed income in life insurance contracts	3d	
e	Other items (see Regulations sections 1.56(g)-1(c)(6)(iii) through (ix) for a partial list)	3e	
f	Total increase to ACE from inclusion in ACE of items included in E&P. Add lines 3a through 3e	3f	
4	Disallowance of items not deductible from E&P:		
a	Certain dividends received	4a	
b	Dividends paid on certain preferred stock of public utilities that are deductible under section 247 (as affected by P.L. 113-295, Div. A, section 221(a)(41)(A), Dec. 19, 2014, 128 Stat. 4043)	4b	
c	Dividends paid to an ESOP that are deductible under section 404(k)	4c	
d	Nonpatronage dividends that are paid and deductible under section 1382(c)	4d	
e	Other items (see Regulations sections 1.56(g)-1(d)(3)(i) and (ii) for a partial list)	4e	
f	Total increase to ACE because of disallowance of items not deductible from E&P. Add lines 4a through 4e	4f	
5	Other adjustments based on rules for figuring E&P:		
a	Intangible drilling costs	5a	
b	Circulation expenditures	5b	
c	Organizational expenditures	5c	
d	LIFO inventory adjustments	5d	
e	Installment sales	5e	
f	Total other E&P adjustments. Combine lines 5a through 5e	5f	
6	Disallowance of loss on exchange of debt pools	6	
7	Acquisition expenses of life insurance companies for qualified foreign contracts	7	
8	Depletion	8	
9	Basis adjustments in determining gain or loss from sale or exchange of pre-1994 property	9	
10	Adjusted current earnings. Combine lines 1, 2c, 3f, 4f, and 5f through 9. Enter the result here and on line 4a of Form 4626	10	-418,249.

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS AND S CORPORATIONS	STATEMENT 1
DESCRIPTION		AMOUNT
INCOME/(LOSS) FROM INVESTMENT PARTNERSHIPS		-812,826.
TOTAL TO FORM 990-T, PAGE 1, LINE 5		-812,826.

FORM 990-T	OTHER DEDUCTIONS	STATEMENT 2
DESCRIPTION		AMOUNT
ACCOUNTING FEES		5,600.
INVESTMENT MANAGEMENT FEE		23,342.
INVESTMENT CUSTODY FEES		10,246.
RENT EXPENSES		1,315.
TOTAL TO FORM 990-T, PAGE 1, LINE 28		40,503.

FORM 990-T		NET OPERATING LOSS DEDUCTION		STATEMENT 3	
TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR	
12/31/08	23,794.	0.	23,794.	23,794.	
12/31/09	28,773.	0.	28,773.	28,773.	
12/31/10	83,893.	0.	83,893.	83,893.	
12/31/12	33,691.	0.	33,691.	33,691.	
12/31/13	225,187.	0.	225,187.	225,187.	
12/31/14	315,346.	0.	315,346.	315,346.	
12/31/15	117,594.	0.	117,594.	117,594.	
12/31/16	189,105.	0.	189,105.	189,105.	
NOL CARRYOVER AVAILABLE THIS YEAR			1,017,383.	1,017,383.	

FORM 4626

OTHER AMT ADJUSTMENTS

STATEMENT 4

DESCRIPTION

AMOUNT

OTHER AMT ADJUSTMENTS FROM INVESTMENT PARTNERSHIPS

386,012.

TOTAL TO FORM 4626, LINE 20

386,012.

**2017**

Name

Employer identification number

**NELLIE MAE EDUCATION FOUNDATION, INC.**

**04-2755323**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked				
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked				<b>19,581.</b>
<b>4</b> Short-term capital gain from installment sales from Form 6252, line 26 or 37			<b>4</b>	
<b>5</b> Short-term capital gain or (loss) from like-kind exchanges from Form 8824			<b>5</b>	
<b>6</b> Unused capital loss carryover (attach computation)			<b>6</b>	( )
<b>7</b> Net short-term capital gain or (loss). Combine lines 1a through 6 in column h			<b>7</b>	<b>19,581.</b>

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked				
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked				
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked				<b>35,401.</b>
<b>11</b> Enter gain from Form 4797, line 7 or 9			<b>11</b>	<b>1,608.</b>
<b>12</b> Long-term capital gain from installment sales from Form 6252, line 26 or 37			<b>12</b>	
<b>13</b> Long-term capital gain or (loss) from like-kind exchanges from Form 8824			<b>13</b>	
<b>14</b> Capital gain distributions			<b>14</b>	
<b>15</b> Net long-term capital gain or (loss). Combine lines 8a through 14 in column h			<b>15</b>	<b>37,009.</b>

**Part III Summary of Parts I and II**

<b>16</b> Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	<b>16</b>	<b>19,581.</b>
<b>17</b> Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	<b>17</b>	<b>37,009.</b>
<b>18</b> Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns. If the corporation has qualified timber gain, also complete Part IV	<b>18</b>	<b>56,590.</b>

Note: If losses exceed gains, see **Capital losses** in the instructions.

**Part IV Alternative Tax for Corporations with Qualified Timber Gain.** Complete Part IV only if the corporation has qualified timber gain under section 1201(b). Skip this part if you are filing Form 1120-RIC. See instructions.

19 Enter qualified timber gain (as defined in section 1201(b)(2)) .....	19		
20 Enter taxable income from Form 1120, page 1, line 30, or the applicable line of your tax return .....	20		
21 Enter the smallest of: (a) the amount on line 19; (b) the amount on line 20; or (c) the amount on Part III, line 17 .....	21		
22 Multiply line 21 by 23.8% (0.238) .....	22		
23 Subtract line 17 from line 20. If zero or less, enter -0- .....	23		
24 Enter the tax on line 23, figured using the Tax Rate Schedule (or applicable tax rate) appropriate for the return with which Schedule D (Form 1120) is being filed .....	24		
25 Add lines 21 and 23 .....	25		
26 Subtract line 25 from line 20. If zero or less, enter -0- .....	26		
27 Multiply line 26 by 35% (0.35) .....	27		
28 Add lines 22, 24, and 27 .....	28		
29 Enter the tax on line 20, figured using the Tax Rate Schedule (or applicable tax rate) appropriate for the return with which Schedule D (Form 1120) is being filed .....	29		
30 Enter the smaller of line 28 or line 29. Also enter this amount on Form 1120, Schedule J, line 2, or the applicable line of your tax return .....	30		

Schedule D (Form 1120) 2017



## Sales and Other Dispositions of Capital Assets

OMB No. 1545-0074

2017

Attachment Sequence No. **12A**

▶ Go to [www.irs.gov/Form8949](http://www.irs.gov/Form8949) for instructions and the latest information.

► **File with your Schedule D** to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

Social security number or taxpayer identification no.

04-2755323

NELLIE MAE EDUCATION FOUNDATION, INC.

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

## Part I

**Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

**Note:** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 1a; you aren't required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis **wasn't** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

[illegible]

**Note:** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Social security number or taxpayer identification no.

04-2755323

**Part II Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ (F) Long-term transactions not reported to you on Form 1099-B

**Note:** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

**Sales of Business Property**  
(Also Involuntary Conversions and Recapture Amounts  
Under Sections 179 and 280F(b)(2))  
▶ Attach to your tax return.

OMB No. 1545-0184

**2017**

Attachment  
Sequence No. **27**

▶ Go to [www.irs.gov/Form4797](http://www.irs.gov/Form4797) for instructions and the latest information.

Name(s) shown on return

Identifying number

**NELLIE MAE EDUCATION FOUNDATION, INC.**

**04-2755323**

1 Enter the gross proceeds from sales or exchanges reported to you for 2017 on Form(s) 1099-B or 1099-S  
(or substitute statement) that you are including on line 2, 10, or 20

**1**

**Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft—Most Property Held More Than 1 Year** (see instructions)

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
	<b>SEE STATEMENT 5</b>						<b>1,608.</b>

- 3 Gain, if any, from Form 4684, line 39
- 4 Section 1231 gain from installment sales from Form 6252, line 26 or 37
- 5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824
- 6 Gain, if any, from line 32, from other than casualty or theft
- 7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows:

<b>3</b>	
<b>4</b>	
<b>5</b>	
<b>6</b>	
<b>7</b>	<b>1,608.</b>

**Partnerships (except electing large partnerships) and S corporations.** Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

**Individuals, partners, S corporation shareholders, and all others.** If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

- 8 Nonrecaptured net section 1231 losses from prior years. See instructions
- 9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions

<b>8</b>	
<b>9</b>	<b>1,608.</b>

**Part II Ordinary Gains and Losses** (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):


- 11 Loss, if any, from line 7
- 12 Gain, if any, from line 7 or amount from line 8, if applicable
- 13 Gain, if any, from line 31
- 14 Net gain or (loss) from Form 4684, lines 31 and 38a
- 15 Ordinary gain from installment sales from Form 6252, line 25 or 36
- 16 Ordinary gain or (loss) from like-kind exchanges from Form 8824
- 17 Combine lines 10 through 16

<b>11</b>	( )
<b>12</b>	
<b>13</b>	
<b>14</b>	
<b>15</b>	
<b>16</b>	
<b>17</b>	

18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below:

**a** If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23. Identify as from "Form 4797, line 18a." See instructions

**b** Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Form 1040, line 14

<b>18a</b>	
<b>18b</b>	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2017)

**Part III** Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			
These columns relate to the properties on lines 19A through 19D.		Property A	Property B
		Property C	Property D
20 Gross sales price (Note: See line 1 before completing.)	20		
21 Cost or other basis plus expense of sale	21		
22 Depreciation (or depletion) allowed or allowable	22		
23 Adjusted basis. Subtract line 22 from line 21	23		
24 Total gain. Subtract line 23 from line 20	24		
<b>25 If section 1245 property:</b>			
a Depreciation allowed or allowable from line 22	25a		
b Enter the smaller of line 24 or 25a	25b		
<b>26 If section 1250 property:</b> If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.			
a Additional depreciation after 1975. See instructions	26a		
b Applicable percentage multiplied by the smaller of line 24 or line 26a. See instructions	26b		
c Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c		
d Additional depreciation after 1969 and before 1976	26d		
e Enter the smaller of line 26c or 26d	26e		
f Section 291 amount (corporations only)	26f		
g Add lines 26b, 26e, and 26f	26g		
<b>27 If section 1252 property:</b> Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership).			
a Soil, water, and land clearing expenses	27a		
b Line 27a multiplied by applicable percentage	27b		
c Enter the smaller of line 24 or 27b	27c		
<b>28 If section 1254 property:</b>			
a Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion. See instructions	28a		
b Enter the smaller of line 24 or 28a	28b		
<b>29 If section 1255 property:</b>			
a Applicable percentage of payments excluded from income under section 126. See instructions	29a		
b Enter the smaller of line 24 or 29a. See instructions	29b		

**Summary of Part III Gains.** Complete property columns A through D through line 29b before going to line 30.

30 Total gains for all properties. Add property columns A through D, line 24	30	
31 Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32 Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

**Part IV** Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33 Section 179 expense deduction or depreciation allowable in prior years	33	
34 Recomputed depreciation. See instructions	34	
35 Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35	

FORM 4797

PROPERTY HELD MORE THAN ONE YEAR

STATEMENT 5

DESCRIPTION	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPR.	COST OR BASIS	GAIN OR LOSS
1231 GAIN FROM INVESTMENT PARTNERSHIPS						1,703.
1231 LOSS FROM INVESTMENT PARTNERSHIPS						-95.
TOTAL TO 4797, PART I, LINE 2						1,608.

Form **8827**Department of the Treasury  
Internal Revenue Service**Credit for Prior Year Minimum Tax - Corporations**

OMB No. 1545-0123

**2017**

▶ Attach to the corporation's tax return.

▶ Go to [www.irs.gov/Form8827](http://www.irs.gov/Form8827) for the latest information.

Name <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>		Employer identification number <b>04-2755323</b>
1	Alternative minimum tax (AMT) for 2016. Enter the amount from line 14 of the 2016 Form 4626	
2	Minimum tax credit carryforward from 2016. Enter the amount from line 9 of the 2016 Form 8827	<b>12,152.</b>
3	Enter any 2016 unallowed qualified electric vehicle credit (see instructions)	
4	Add lines 1, 2, and 3	<b>12,152.</b>
5	Enter the corporation's 2017 regular income tax liability minus allowable tax credits (see instructions)	<b>0.</b>
6	Is the corporation a "small corporation" exempt from the AMT for 2017 (see instructions)? • <b>Yes.</b> Enter 25% of the excess of line 5 over \$25,000. If line 5 is \$25,000 or less, enter -0- • <b>No.</b> Complete Form 4626 for 2017 and enter the tentative minimum tax from line 12	<b>0.</b>
7a	Subtract line 6 from line 5. If zero or less, enter -0-	<b>0.</b>
7b	For a corporation electing to accelerate the minimum tax credit, enter the bonus depreciation amount attributable to the minimum tax credit (see instructions)	
7c	Add lines 7a and 7b	
8a	Enter the <b>smaller</b> of line 4 or line 7c. If the corporation had a post-1986 ownership change or has pre-acquisition excess credits, see instructions	
8b	<b>Current year minimum tax credit.</b> Enter the smaller of line 4 or line 7a here and on Form 1120, Schedule J, Part I, line 5d (or the applicable line of your return). If the corporation had a post-1986 ownership change or has pre-acquisition excess credits, see instructions. If you made an entry on line 7b, go to line 8c. Otherwise, skip line 8c	<b>0.</b>
8c	Subtract line 8b from line 8a. This is the refundable amount for a corporation electing to accelerate the minimum tax credit. Include this amount on Form 1120, Schedule J, Part II, line 19c (or the applicable line of your return)	
9	<b>Minimum tax credit carryforward to 2018.</b> Subtract line 8a from line 4. Keep a record of this amount to carry forward and use in future years	<b>12,152.</b>



**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

**1** If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b** Did the transferor remain in existence after the transfer? ☐ Yes ☐ No  
If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No  
If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>DENHAM COMMODITY PARTNERS FUND VI LP</b>	<b>45-2484628</b>

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c** Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

<b>3</b> Name of transferee (foreign corporation)  <b>COPACABANA GERACAO DE ENERGIA E PARTICIPACOES S.A.</b>	<b>4a</b> Identifying number, if any  
<b>5</b> Address (including country) <b>RUA JARDIM BOTANICO 518, 5TH FLOOR</b> <b>RIO DE JANEIRO, 22461-000 BRAZIL</b>	<b>4b</b> Reference ID number  <b>COPA1</b>
<b>6</b> Country code of country of incorporation or organization <b>BR</b>	
<b>7</b> Foreign law characterization (see instructions) <b>CORPORATION</b>	
<b>8</b> Is the transferee foreign corporation a controlled foreign corporation? <span style="float:right"><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</span>	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		274,357.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

11 Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No

12 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.

a Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ Nob Depreciation recapture ..... ☐ Yes ☐ Noc Branch loss recapture ..... ☐ Yes ☐ No

d If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....

e Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .210 % (b) After .210 %
- 18 Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
- |   |                              |  |
|---|------------------------------|--|
| a Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| c Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| d Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20 Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor

**NELLIE MAE EDUCATION FOUNDATION, INC.**

Identifying number (see instructions)

**04-2755323**

**1** If the transferor was a corporation, complete questions 1a through 1d.

**a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? .....

☐ Yes ☐ No

**b** Did the transferor remain in existence after the transfer? .....

☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

**c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? .....

☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

**d** Have basis adjustments under section 367(a)(5) been made? .....

☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

**a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>DENHAM COMMODITY PARTNERS FUND VI LP</b>	<b>45-2484628</b>

**b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? .....

☐ Yes ☒ No

**c** Is the partner disposing of its entire interest in the partnership? .....

☐ Yes ☒ No

**d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? .....

☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

**3** Name of transferee (foreign corporation)

**4a** Identifying number, if any

**ENDEAVOR ENERGY POWER HOLDERS B.V.**

**5** Address (including country)

**PRINS BERNHARDPLEIN 200  
AMSTERDAM, 1097 JB NETHERLANDS**

**4b** Reference ID number

**ENDEAVOR1**

**6** Country code of country of incorporation or organization

**NL**

**7** Foreign law characterization (see instructions)

**CORPORATION**

**8** Is the transferee foreign corporation a controlled foreign corporation? .....

☒ Yes ☐ No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		497,942.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)



**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

**11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No**12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.**a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No**b** Depreciation recapture ..... ☐ Yes ☐ No**c** Branch loss recapture ..... ☐ Yes ☐ No**d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....**e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .000 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3) .....    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) ..... | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d) .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987 .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

**1** If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b** Did the transferor remain in existence after the transfer? ☐ Yes ☐ No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>DENHAM COMMODITY PARTNERS FUND VI LP</b>	<b>45-2484628</b>

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c** Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

<b>3</b> Name of transferee (foreign corporation)  <b>AUCTUS RESOURCES PTY LTD</b>	<b>4a</b> Identifying number, if any  
<b>5</b> Address (including country) <b>LEVEL 1, 21 KINTAIL ROAD</b> <b>APPLECROSS, WESTERN AUSTRALIA 6153 AUSTRALIA</b>	<b>4b</b> Reference ID number  <b>AUCTUS1</b>
<b>6</b> Country code of country of incorporation or organization <b>AS</b>	
<b>7</b> Foreign law characterization (see instructions) <b>CORPORATION</b>	
<b>8</b> Is the transferee foreign corporation a controlled foreign corporation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		255,651.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
<b>Totals</b>					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

11 Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ☐ Yes ☐ No

12 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.

a Transfer of property subject to section 367(a)(1) gain recognition ☐ Yes ☐ Nob Depreciation recapture ☐ Yes ☐ Noc Branch loss recapture ☐ Yes ☐ No

d If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$

e Any other income recognition provision contained in the above-referenced regulations ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
<b>Totals</b>						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .330 % (b) After .330 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No



**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

1 If the transferor was a corporation, complete questions 1a through 1d.

- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b Did the transferor remain in existence after the transfer? ☐ Yes ☐ No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>VARDE INVESTMENT PARTNERS, L.P.</b>	<b>41-2018992</b>

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

3 Name of transferee (foreign corporation) <b>WERT AEL S.A.R.L.</b>	4a Identifying number, if any
5 Address (including country) <b>6C, RUE GABRIEL LIPPMANN L-5365 LUXEMBOURG</b>	4b Reference ID number <b>WERTAEL1</b>
6 Country code of country of incorporation or organization <b>LU</b>	
7 Foreign law characterization (see instructions) <b>CORPORATION</b>	

- 8 Is the transferee foreign corporation a controlled foreign corporation? ☒ Yes ☐ No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		101,583.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11 Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No
- 12 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No
- b Depreciation recapture ..... ☐ Yes ☐ No
- c Branch loss recapture ..... ☐ Yes ☐ No
- d If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....
- e Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .085 %
- 18 Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
- |   |                              |  |
|---|------------------------------|--|
| a Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| c Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| d Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20 Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No
- If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

# Return by a U.S. Transferor of Property to a Foreign Corporation

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

## Part I U.S. Transferor Information (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

1 If the transferor was a corporation, complete questions 1a through 1d.

- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b Did the transferor remain in existence after the transfer? ☐ Yes ☐ No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>VARDE INVESTMENT PARTNERS, L.P.</b>	<b>41-2018992</b>

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

## Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) <b>WERT MYJ S.A.R.L.</b>	4a Identifying number, if any
5 Address (including country) <b>6C, RUE GABRIEL LIPPMANN L-5365 LUXEMBOURG</b>	4b Reference ID number <b>WERTMYJ1</b>
6 Country code of country of incorporation or organization <b>LU</b>	
7 Foreign law characterization (see instructions) <b>CORPORATION</b>	
8 Is the transferee foreign corporation a controlled foreign corporation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		133,867.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)



**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
<b>Totals</b>					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

**11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No**12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.**a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No**b** Depreciation recapture ..... ☐ Yes ☐ No**c** Branch loss recapture ..... ☐ Yes ☐ No**d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....**e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
<b>Totals</b>						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .143 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor

NELLIE MAE EDUCATION FOUNDATION, INC.

Identifying number (see instructions)

04-2755323

**1** If the transferor was a corporation, complete questions 1a through 1d.

**a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? .....

☐ Yes ☐ No

**b** Did the transferor remain in existence after the transfer? .....

☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

**c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? .....

☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

**d** Have basis adjustments under section 367(a)(5) been made? .....

☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

**a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
VARDE INVESTMENT PARTNERS, L.P.	41-2018992

**b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? .....

☐ Yes ☒ No

**c** Is the partner disposing of its **entire** interest in the partnership? .....

☐ Yes ☒ No

**d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? .....

☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

**3** Name of transferee (foreign corporation)

**4a** Identifying number, if any

FV CANADA HOLDCO LTD.

**5** Address (including country)

666 BURRARD STREET, PARK PLACE SUITE 1700  
VANCOUVER, BC, V6C 2X8 CANADA

**4b** Reference ID number

FVCANADA1

**6** Country code of country of incorporation or organization  
CA

**7** Foreign law characterization (see instructions)  
CORPORATION

**8** Is the transferee foreign corporation a controlled foreign corporation? .....

☐ Yes ☒ No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		338,546.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

**11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No**12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.**a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No**b** Depreciation recapture ..... ☐ Yes ☐ No**c** Branch loss recapture ..... ☐ Yes ☐ No**d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....**e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .078 % (b) After .078 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No



**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.

▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor

**NELLIE MAE EDUCATION FOUNDATION, INC.**

Identifying number (see instructions)

**04-2755323**

**1** If the transferor was a corporation, complete questions 1a through 1d.

**a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? .....

☐ Yes ☐ No

**b** Did the transferor remain in existence after the transfer? .....

☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

**c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? .....

☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

**d** Have basis adjustments under section 367(a)(5) been made? .....

☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

**a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>KING STREET CAPITAL, L.P.</b>	<b>13-3812174</b>

**b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? .....

☐ Yes ☒ No

**c** Is the partner disposing of its **entire** interest in the partnership? .....

☐ Yes ☒ No

**d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? .....

☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

**3** Name of transferee (foreign corporation)

**4a** Identifying number, if any

**SUNLEAF ARCH, LTD**

**5** Address (including country)

**COMMERCE HOUSE, WICKMANS CAY 1, PO BOX 3140  
ROAD TOWN TORTOLA, VG 1110 BRITISH VIRGIN ISLANDS**

**4b** Reference ID number

**SUNLEAF1**

**6** Country code of country of incorporation or organization

**VI**

**7** Foreign law characterization (see instructions)

**CORPORATION**

**8** Is the transferee foreign corporation a controlled foreign corporation? .....

☐ Yes ☒ No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	11/29/2017		192,436.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
<b>Totals</b>					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

**11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No**12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.a Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ Nob Depreciation recapture ..... ☐ Yes ☐ Noc Branch loss recapture ..... ☐ Yes ☐ No

d If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....

e Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
<b>Totals</b>						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .079 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.

▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

**1** If the transferor was a corporation, complete questions 1a through 1d.

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b** Did the transferor remain in existence after the transfer? ☐ Yes ☐ No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>KING STREET CAPITAL, L.P.</b>	<b>13-3812174</b>

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c** Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

<b>3</b> Name of transferee (foreign corporation)  <b>KS WENTWORTH HOLDINGS, LTD.</b>	<b>4a</b> Identifying number, if any  
<b>5</b> Address (including country) <b>COMMERCE HOUSE, WICKMANS CAY 1, PO BOX 3140</b> <b>ROAD TOWN TORTOLA, VG 1110 BRITISH VIRGIN ISLANDS</b>	<b>4b</b> Reference ID number  <b>KSWENTWORTH1</b>
<b>6</b> Country code of country of incorporation or organization <b>VI</b>	
<b>7</b> Foreign law characterization (see instructions) <b>CORPORATION</b>	
<b>8</b> Is the transferee foreign corporation a controlled foreign corporation? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash <b>STMT 6</b>					
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)



**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

**11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No**12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.**a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No**b** Depreciation recapture ..... ☐ Yes ☐ No**c** Branch loss recapture ..... ☐ Yes ☐ No**d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....**e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .065 % (b) After .067 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No
- If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

**1** If the transferor was a corporation, complete questions 1a through 1d.

**a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? .....

☐ Yes ☐ No

**b** Did the transferor remain in existence after the transfer? .....

☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

**c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? .....

☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

**d** Have basis adjustments under section 367(a)(5) been made? .....

☐ Yes ☐ No

**2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

**a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>KING STREET CAPITAL, L.P.</b>	<b>13-3812174</b>

**b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? .....

☐ Yes ☒ No

**c** Is the partner disposing of its entire interest in the partnership? .....

☐ Yes ☒ No

**d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? .....

☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

<b>3</b> Name of transferee (foreign corporation) <b>ROCKFORD TOWER CLO 2017-2, LTD.</b>	<b>4a</b> Identifying number, if any
<b>5</b> Address (including country) <b>CAYMAN CORPORATE CENTRE, 27 HOSPITAL ROAD GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS</b>	<b>4b</b> Reference ID number <b>ROCKFORD20172</b>
<b>6</b> Country code of country of incorporation or organization <b>CJ</b>	
<b>7</b> Foreign law characterization (see instructions) <b>CORPORATION</b>	
<b>8</b> Is the transferee foreign corporation a controlled foreign corporation? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		124,969.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
<b>Totals</b>					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

11 Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No

12 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.

a Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ Nob Depreciation recapture ..... ☐ Yes ☐ Noc Branch loss recapture ..... ☐ Yes ☐ No

d If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....

e Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ NoIf the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
<b>Totals</b>						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .076 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3) .....    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) ..... | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d) .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987 .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No



**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor <b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Identifying number (see instructions) <b>04-2755323</b>
--	--

1 If the transferor was a corporation, complete questions 1a through 1d.

- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? ☐ Yes ☐ No
- b Did the transferor remain in existence after the transfer? ☐ Yes ☐ No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? ☐ Yes ☐ No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d Have basis adjustments under section 367(a)(5) been made? ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
<b>KING STREET CAPITAL, L.P.</b>	<b>13-3812174</b>

- b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? ☐ Yes ☒ No
- c Is the partner disposing of its **entire** interest in the partnership? ☐ Yes ☒ No
- d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? ☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

3 Name of transferee (foreign corporation) <b>ROCKFORD TOWER CLO 2017-3, LTD.</b>	4a Identifying number, if any
5 Address (including country) <b>CAYMAN CORPORATE CENTRE, 27 HOSPITAL ROAD GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS</b>	4b Reference ID number <b>ROCKFORD20173</b>
6 Country code of country of incorporation or organization <b>CJ</b>	
7 Foreign law characterization (see instructions) <b>CORPORATION</b>	
8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		125,966.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)

**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No
- b** Depreciation recapture ..... ☐ Yes ☐ No
- c** Branch loss recapture ..... ☐ Yes ☐ No
- d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....
- e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .077 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3) .....    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) ..... | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d) .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987 .....             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

**Return by a U.S. Transferor of Property  
to a Foreign Corporation**

OMB No. 1545-0026

► Go to [www.irs.gov/Form926](http://www.irs.gov/Form926) for instructions and the latest information.  
► Attach to your income tax return for the year of the transfer or distribution.

Attachment  
Sequence No. **128**

**Part I U.S. Transferor Information** (see instructions)

Name of transferor

NELLIE MAE EDUCATION FOUNDATION, INC.

Identifying number (see instructions)

04-2755323

1 If the transferor was a corporation, complete questions 1a through 1d.

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? .....

☐ Yes ☐ No

b Did the transferor remain in existence after the transfer? .....

☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? .....

☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? .....

☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
KING STREET CAPITAL, L.P.	13-3812174

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? .....

☐ Yes ☒ No

c Is the partner disposing of its entire interest in the partnership? .....

☐ Yes ☒ No

d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? .....

☐ Yes ☒ No

**Part II Transferee Foreign Corporation Information** (see instructions)

3 Name of transferee (foreign corporation)

4a Identifying number, if any

ROCKFORD TOWER CLO 2018-1, LTD.

5 Address (including country)

CAYMAN CORPORATE CENTRE, 27 HOSPITAL ROAD  
GEORGE TOWN, GRAND CAYMAN KY1-9008 CAYMAN ISLANDS

4b Reference ID number

ROCKFORD20181

6 Country code of country of incorporation or organization

CJ

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? .....

☐ Yes ☒ No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 926 (Rev. 12-2017)

**Part III Information Regarding Transfer of Property** (see instructions)**Section A - Cash, Stock, and Securities**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	VARIOUS		106,012.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? ☒ Yes ☐ No  
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? ☐ Yes ☐ No

**Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Form 926 (Rev. 12-2017)



**Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))**

Type of property	(a) • Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

\* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? ..... ☐ Yes ☐ No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition ..... ☐ Yes ☐ No
- b** Depreciation recapture ..... ☐ Yes ☐ No
- c** Branch loss recapture ..... ☐ Yes ☐ No
- d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ .....
- e** Any other income recognition provision contained in the above-referenced regulations ..... ☐ Yes ☐ No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

**Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)**

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a** Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? ☐ Yes ☐ No
- b** If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 14 a** Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? ☐ Yes ☐ No
- b** If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- c** If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? ☐ Yes ☐ No
- d** If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ \_\_\_\_\_
- 15 a** Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? ☐ Yes ☐ No
- b** At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? ☐ Yes ☐ No
- c** Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? ☐ Yes ☐ No
- d** If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ \_\_\_\_\_
- 16** Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? ☐ Yes ☐ No

**Supplemental Part III Information Required To Be Reported** (see instructions)**Part IV Additional Information Regarding Transfer of Property** (see instructions)

- 17** Enter the transferor's interest in the foreign transferee corporation before and after the transfer.  
(a) Before .000 % (b) After .082 %
- 18** Type of nonrecognition transaction (see instructions) ► **SECTION 351**
- 19** Indicate whether any transfer reported in Part III is subject to any of the following.
- |  |                              |  |
|--|------------------------------|--|
| <b>a</b> Gain recognition under section 904(f)(3)    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>b</b> Gain recognition under section 904(f)(5)(F) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>c</b> Recapture under section 1503(d)             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>d</b> Exchange gain under section 987             | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
- 20** Did this transfer result from a change in entity classification? ☐ Yes ☒ No
- 21 a** Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? ☐ Yes ☒ No  
If "Yes," complete lines 21b and 21c.
- b** Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ \_\_\_\_\_
- c** Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? ☐ Yes ☐ No

## FORM 926

PART III - INFORMATION REGARDING  
TRANSFER OF PROPERTY

## STATEMENT 6

## CASH

(A)  
DATE OF  
TRANSFER

(C)  
FAIR MARKET VALUE  
ON DATE OF TRANSFER

12/23/2017

56,287.

68,162.

124,449.

## **Section 1.263 (a)- 1(f) De Minimis Safe Harbor Election**

***Nellie Mae Education Foundation, Inc.***

***1250 Hancock St. No. 701N***

***Quincy, MA 02169***

Employer Identification Number: 04-2755323

For the Year Ending December 31, 2017

***Nellie Mae Education Foundation, Inc.*** is making the de minimis safe harbor election under Reg. Sec. 1.263 (a) – 1 (f).

# Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury  
Internal Revenue Service

► File a separate application for each return.

► Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

**Electronic filing (e-file).** You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile), click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

## Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	<b>NELLIE MAE EDUCATION FOUNDATION, INC.</b>	Employer identification number (EIN) or <b>04-2755323</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>1250 HANCOCK STREET, NO. 701N</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>QUINCY, MA 02169</b>	

Enter the Return Code for the return that this application is for (file a separate application for each return)		<b>0</b>	<b>7</b>
Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**MICHAEL CAREY**

• The books are in the care of ► **1250 HANCOCK STREET, 701N - QUINCY, MA 02169**  
Telephone No. ► **781-348-4271** Fax No. ► **781-348-4299**

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

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2018**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2017** or  
► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>0.</b>
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>0.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>0.</b>

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2017)