

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

Return of Organization Exempt From Income Tax

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

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

OMB No. 1545-0047
2016
Open to Public Inspection

A For the 2016 calendar year, or tax year beginning 07-01-2016, and ending 06-30-2017

B Check if applicable: <input type="radio"/> Address change <input type="radio"/> Name change <input type="radio"/> Initial return <input type="radio"/> Final return/terminated <input type="radio"/> Amended return <input type="radio"/> Application pending	C Name of organization TWO TEN FOOTWEAR FOUNDATION INC Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1466 MAIN STREET City or town, state or province, country, and ZIP or foreign postal code WALTHAM, MA 02451	D Employer identification number 22-2579809 E Telephone number (781) 736-1524 G Gross receipts \$ 9,838,190
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀(insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
J Website: ▶ WWW.TWOTEN.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1939
		M State of legal domicile: MA

Part I Summary

1 Briefly describe the organization's mission or most significant activities:
 CASE MANAGEMENT SERVICES, NAMELY THE COORDINATION OF NECESSARY FINANCIAL, EDUCATIONAL, SOCIAL AND COUNSELING SERVICES TO INDIVIDUALS EMPLOYED OR FORMERLY EMPLOYED IN THE SHOE INDUSTRY OR THE IMMEDIATE FAMILY MEMBERS OF SUCH PERSONS.

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a)	46
4 Number of independent voting members of the governing body (Part VI, line 1b)	45
5 Total number of individuals employed in calendar year 2016 (Part V, line 2a)	28
6 Total number of volunteers (estimate if necessary)	0
7a Total unrelated business revenue from Part VIII, column (C), line 12	0
7b Net unrelated business taxable income from Form 990-T, line 34	5,836

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	4,854,030	6,098,343
9 Program service revenue (Part VIII, line 2g)	0	0
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,525,437	806,734
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	19,231	30,429
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,398,698	6,935,506
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,537,024	2,692,001
14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,599,219	1,846,707
16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
b Total fundraising expenses (Part IX, column (D), line 25) ▶675,796		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,090,730	1,055,535
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	5,226,973	5,594,243
19 Revenue less expenses. Subtract line 18 from line 12	1,171,725	1,341,263
	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	38,137,087	42,102,907
21 Total liabilities (Part X, line 26)	513,785	351,909
22 Net assets or fund balances. Subtract line 21 from line 20	37,623,302	41,750,998

Part II Signature Block

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

Sign Here	Signature of officer _____ ELBA MARCILLO CFO Type or print name and title	2017-12-07 Date
Paid Preparer Use Only	Print/Type preparer's name _____ Preparer's signature _____ Date 2017-11-08	Check <input type="checkbox"/> if self-employed PTIN P01430775
	Firm's name ▶ DANIEL DENNIS & COMPANY LLP Firm's EIN ▶ 04-2734675	
	Firm's address ▶ 990 WASHINGTON STREET STE 308A DEDHAM, MA 02026 Phone no. (617) 262-9898	

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

Part III Statement of Program Service Accomplishments

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



1 Briefly describe the organization's mission:

CASE MANAGEMENT SERVICES, NAMELY THE COORDINATION OF NECESSARY FINANCIAL, EDUCATIONAL, SOCIAL AND COUNSELING SERVICES TO INDIVIDUALS EMPLOYED OR FORMELY EMPLOYED IN THE SHOE INDUSTRY OR THE IMMEDIATE FAMILY MEMBERS OF SUCH PERSONS.

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

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

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 \$ 3,564,322 including grants of \$ 2,692,001) (Revenue \$)
HUMAN SERVICE EXPENSE:TWO TEN CHANGES THE LIVES OF FOOTWEAR EMPLOYEES AND THEIR FAMILIES DURING TIMES OF IMMEDIATE CRISIS BY PROVIDING EMERGENCY FINANCIAL ASSISTANCE TO COVER HOUSING COSTS, UTILITY BILLS, CAR REPAIRS AND OTHER IMMEDIATE NEEDS; NATURAL DISASTER RELIEF; REFERRALS TO SPECIAL SERVICES SUCH AS CRISIS INTERVENTION, CREDIT AND DEBT COUNSELING, AND OTHER SIMILAR LIFE SKILLS SERVICES; AND IMPORTANT COMMUNITY SERVICES. FUNDS ARE PAID DIRECTLY TO CREDITORS EXCEPT IN A SMALL NUMBER OF CASES WHEN MINI-GRANTS BETWEEN \$50-\$500 ARE GIVEN TO THOSE INDIVIDUALS IN CRISIS WHO ARE DOCUMENTED TO HAVE BEEN DISPLACED OR IMPACTED BY SAID DISASTER. THE MONIES PROVIDED HELP INDIVIDUALS GET THROUGH THEIR CRISIS AND PROVIDE FINANCIAL AS WELL AS EMOTIONAL RELIEF UNTIL THEIR LIVES BECOME STABLE AGAIN. THE BILLS THAT TWO TEN PAYS MEET THE MOST BASIC NEEDS OF INDIVIDUALS AND FAMILIES IN ORDER TO SURVIVE AND HOLD DOWN A JOB.THE POPULATIONS OF FOOTWEAR FAMILIES WE SERVE ARE EMPLOYED PREDOMINATELY (BUT NOT EXCLUSIVELY) IN RETAIL SALES, CUSTOMER SERVICE, FACTORY WORKERS, WAREHOUSE OPERATIVES, AND DISTRIBUTION CENTER ROLES. THESE JOBS ARE LOW WAGE EARNING POSITIONS AND THOSE WORKING IN THEM ARE VULNERABLE TO LOSS OF INCOME AT DIFFERENT TIMES OF THE YEAR WHEN BUSINESS SLOWS OR ORDERS IN A FACTORY OR WAREHOUSE DECREASE. TWO TEN PROVIDES RESOURCES FOR FOOTWEAR EMPLOYEES FROM 50 STATES AS WELL AS PUERTO RICO AND THE U.S. VIRGIN ISLANDS. IN FY17 THE TOP FIVE STATES SEEKING TWO TEN'S SERVICES WERE TENNESSEE, INDIANA, MICHIGAN, CALIFORNIA AND FLORIDA. IN FY17, THE TWO TEN SOCIAL SERVICES TEAM ASSISTED 1,477 FOOTWEAR FAMILIES WITH EMERGENCY ASSISTANCE. TWO TEN RECEIVED CALLS FROM A TOTAL OF 3,381 FOOTWEAR WORKERS AND THEIR FAMILIES AND 99% OF THOSE WORKERS RECEIVED A CALL BACK WITHIN TWO BUSINESS DAYS TO COMPLETE OUR INTAKE PROCESS. THE PERSONAL AND CONFIDENTIAL 30 MINUTE INTAKE CALL DETERMINES ELIGIBILITY AND HOW BEST TO MEET IMMEDIATE NEEDS. IN FY17, 71% OF CALLERS WERE FEMALE AND 29% OF CALLERS WERE MALE. THE THREE LARGEST AGE GROUPS WHO CALLED WERE BETWEEN THE AGES OF 25-34 (33%), BETWEEN THE AGES OF 43-55 (25%), AND 22% OF CALLERS FELL BETWEEN THE AGES OF 35-42. THE REASON MOST CITED BY THOSE NEEDING ASSISTANCE WAS "EMPLOYMENT ISSUES", FOLLOWED BY "HEALTH AND "FAMILY ISSUES."IN FY17, TWO TEN PROVIDED FUNDS TO PAY THE RENT OR MORTGAGE OF 868 FAMILIES TO PREVENT EVICTION OR FORECLOSURE. WE ASSISTED 556 FAMILIES WITH EMERGENCY UTILITY SUPPORT, AND AUTO PAYMENTS, AUTO REPAIRS OR AUTO INSURANCE FOR 451 FAMILIES SO THEY COULD CONTINUE TO USE THEIR CAR TO GET TO WORK. TWO TEN ALSO HELPED WITH 208 CRISIS CASES THAT INCLUDES \$3,000 IN FUNERAL BILLS AND EMERGENCY COSTS WHEN AN INDIVIDUAL WAS DISPLACED DUE TO A FIRE, FLOOD AND NATURAL OR COMMUNITY DISASTER. IN FY17, TWO TEN SERVED A TOTAL OF 3,318 FOOTWEAR EMPLOYEES WITH SPECIAL SERVICES, INCLUDING 48 REFERRALS TO OUR TELEPHONIC MENTAL HEALTH COUNSELING SERVICES; PROVIDED 475 WITH IN-HOUSE COUNSELING UNITS; AND REFERRED 2,795 WORKERS TO LOCAL COMMUNITY RESOURCES, SUCH AS UNITED WAY, RED CROSS AND SALVATION ARMY. EDUCATION EXPENSE AS PART OF OUR COMMITMENT TO STRENGTHENING THE FOOTWEAR INDUSTRY, TWO TEN FOOTWEAR FOUNDATION OFFERS FOOTWEAR EMPLOYEES AND THEIR FAMILIES HIGHER EDUCATION SCHOLARSHIPS BASED ON FINANCIAL NEED, ACADEMIC ABILITY AND PERSONAL PROMISE. IN FY17, TWO TEN FUNDED 300 STUDENTS WITH SCHOLARSHIPS. 95% OF THE STUDENTS ARE FULL TIME STUDENTS, WHILE 5% OF THE STUDENTS ARE PART-TIME. SCHOLARSHIP FUNDS WERE AWARDED TO 208 RENEWAL SCHOLARS AND 92 NEW SCHOLARS. MOST STUDENTS RECEIVED AN AWARD BETWEEN \$2,500 AND \$5,000 WITH THE OPPORTUNITY TO RENEW ANNUALLY, PROVIDED THAT THEY MAINTAIN A REQUIRED GPA OF AT LEAST 2.5. AS OF JULY 2015, ALL NEW SCHOLARSHIP AWARDS WILL AVERAGE \$3,000 PER ANNUM, RENEWABLE FOR THREE YEARS. TWO TEN ALSO PROVIDES A SCHOLARSHIP FOR MILITARY VETERANS, CALLED THE FOOTWEAR WARRIORS ENDOWED SCHOLARSHIP. THIS SCHOLARSHIP IS MADE AVAILABLE TO THE MEN AND WOMEN WHO HAVE SERVED OUR U.S. MILITARY AND ARE CURRENTLY WORKING IN THE FOOTWEAR INDUSTRY.WITH THE COST OF HIGHER EDUCATION SOARING, TWO TEN SCHOLARSHIPS HELP EASE THE BURDEN FOR THOSE FOOTWEAR FAMILIES SENDING THEIR CHILDREN TO COLLEGE. TO BE ELIGIBLE TO APPLY AND BE CONSIDERED FOR A TWO TEN SCHOLARSHIP, THE APPLICANT MUST BE WORKING WITHIN THE FOOTWEAR INDUSTRY FOR A MINIMUM OF TWO YEARS, OR THE CHILD OF A PARENT WORKING IN THE INDUSTRY FOR THE SAME DURATION. THE SCHOLARS WORKING IN THE FOOTWEAR INDUSTRY COMPRISED 26% OF THE TOTAL POOL, WHILE THE REMAINING 74% HAD PARENTS WORKING IN THE FOOTWEAR INDUSTRY. AS A NOTE, 39% OF SCHOLARS' FAMILIES COULD NOT CONTRIBUTE TO THEIR CHILD'S EDUCATION EXPENSES. TWO TEN ALSO OFFERS A SPECIALTY SCHOLARSHIP FOR THOSE PURSUING EDUCATION IN THE AREA OF FOOTWEAR DESIGN; THE FOOTWEAR DESIGN SCHOLARSHIP IS AVAILABLE TO ANY STUDENT WITHOUT EMPLOYMENT HISTORY IN THE FOOTWEAR INDUSTRY. THIS SCHOLARSHIP WAS CREATED TO ENCOURAGE STUDENTS ENTERING THE FIELD WHO HAVE TALENT AND PROMISE IN FOOTWEAR DESIGN. APPLICANTS FOR THE FOOTWEAR DESIGN SCHOLARSHIP ARE REQUIRED TO SUBMIT THREE SAMPLES OF THEIR SKETCHES AT THE TIME OF APPLICATION IN ADDITIONAL TO COMPLETING OUR STANDARD ONLINE APPLICATION. THE APPLICATION ADMINISTRATION PROCESS IS OUTSOURCED TO THE INTERNATIONAL SCHOLARSHIP AND TUITION SERVICES (ISTS). AFTER ISTS PRESENTS THE COMPLETED APPLICATIONS, TWO TEN SCHOLARSHIP STAFF RANKS APPLICANTS USING A SCORING RUBRIC THAT IS WEIGHED BY THE FOLLOWING SYSTEM: 70% FINANCIAL NEED, 15% ACADEMICS BASED ON GPA AND 15% ACADEMIC RESUME BASED ON EXTRACURRICULAR ACTIVITIES. TWO TEN THEN SELECTS THE TOP STUDENTS FROM THE NEW POOL AND THOSE WHO MAINTAINED ELIGIBILITY FROM THE RENEWAL POOL UNTIL THE ENDOWMENT HAS BEEN SPENT.

4b (Code:) (Expenses \$ 256,936 including grants of \$) (Revenue \$)
COMMUNITY BUILDING (FORMERLY MEMBER AND EDUCATION):TWO TEN FOOTWEAR FOUNDATION IS DEDICATED TO BUILDING A STRONGER FOOTWEAR COMMUNITY BY OFFERING NATIONAL EDUCATIONAL AND PROFESSIONAL DEVELOPMENT PROGRAMS, DESIGNED TO PROVIDE OPPORTUNITIES TO ENGAGE WITH AND LEARN FROM FELLOW MEMBERS AND LEADERS OF THE FOOTWEAR INDUSTRY WHILE SUPPORTING TWO TEN. COMMUNITY ENGAGEMENT INITIATIVES, EACH OFFERING DIFFERENT ACTIVITIES AND OUTCOMES BASED ON THE INDIVIDUAL NEEDS OF ITS TARGETED CONSTITUENTS, INCLUDE WOMEN IN FOOTWEAR INDUSTRY (WIFI), HUMAN RESOURCES LEADERSHIP, AND FOOTWEAR CARES . WIFI, NOW CONSISTING OF NINE CHAPTERS LOCATED IN TARGETED GEOGRAPHIC AREAS AND WITH 4,000 MEMBERS ACROSS THE COUNTRY, FOCUSES ON INSPIRING, MENTORING, AND CONNECTING WOMEN AT ALL LEVELS OF THEIR CAREERS, AS WELL AS CREATING ADVOCATES FOR TWO TEN. WIFI ACCOMPLISHES ITS GOALS BY HOLDING NETWORKING AND PROFESSIONAL DEVELOPMENT EVENTS TWO-TO THREE-TIMES PER YEAR AT THE REGIONAL CHAPTER LEVEL, AND NATIONAL CONFERENCES HELD EACH JUNE AND FEBRUARY DURING MAJOR, NATIONAL FOOTWEAR INDUSTRY TRADE SHOWS. IN FY17, WIFI CHAPTERS HELD 19 DIFFERENT EVENTS THAT WERE ATTENDED BY A TOTAL OF 1,950 WOMEN. IN EACH INSTANCE, TOPIC MATTER AND PROGRAM FORMAT WAS DESIGNED TO BE RELEVANT AND SCALABLE TO MEET THE NEEDS AND INTERESTS OF EACH REGIONAL AREA. THE FIRST-EVER WIFI IMPACT AWARDS WERE HELD IN FEBRUARY, 2017 IN LAS VEGAS DURING A MAJOR INDUSTRY TRADE SHOW AND WITH TREMENDOUS SUCCESS. THE EVENT WAS ATTENDED BY 175 GUESTS, INCLUDING THE OWNER OF A MAJOR, INTERNATIONAL FOOTWEAR BRAND WHO HAS PLEDGED A SIGNIFICANT LEVEL OF SPONSORSHIP FOR THE EVENT OVER THE NEXT THREE YEARS. THE ANNUAL, WIFI NATIONAL CONFERENCE WAS HELD IN NEW YORK IN JUNE, 2017, WITH AN ATTENDANCE OF 160 MEMBERS. IN ADDITION TO THE EVENTS, WIFI MANAGES A SUCCESSFUL YEAR-LONG MENTORING PROGRAM. NOW IN ITS FIFTH YEAR, TWO TEN WIFI HAS PAIRED 366 MENTORS AND MENTEES FROM ACROSS THE COUNTRY AND THE INDUSTRY, FOCUSING ON CONNECTING WOMEN INDUSTRY LEADERS WITH MENTEES FROM THE NEXT GENERATION OF FOOTWEAR LEADERSHIP. THE BENEFIT OF THE WIFI PROGRAMMING IS EVIDENCED BY THE INCREASING NUMBER OF EVENT ATTENDEES AND REQUESTS FOR MENTORING ON A YEAR-OVER-YEAR BASIS.THE HUMAN RESOURCES LEADERSHIP (HRL) GROUP CONNECTS HUMAN RESOURCES PROFESSIONALS WITHIN THE FOOTWEAR INDUSTRY FOR THOUGHT LEADERSHIP SPECIFIC TO HR, BUT ALSO TO CREATE ADVOCACY FOR TWO TEN AND ITS MISSION. HRL WORKS ON TWO TEN'S BEHALF TO INCREASE AWARENESS OF THE FOUNDATION WITHIN THE INDUSTRY AS WELL AS TO HOST AN ANNUAL CONFERENCE DEDICATED TO INDUSTRY LEARNING AND INNOVATION. IN FY17, THE ANNUAL HR LEADERSHIP SUMMIT FOCUSED ON "BRAND MATTERS, WINNING THE TALENT WAR," FOCUSING ON THE IMPORTANT CONNECTION BETWEEN A STRONG EMPLOYER BRAND AND RECRUITING NEW TALENT, INCLUDING THE IMPACT OF SOCIAL MEDIA ON EMPLOYER BRANDING. THE CONFERENCE PROVIDED TWO TEN WITH A PLATFORM TO FURTHER EDUCATE AND ENGAGE HR PROFESSIONALS ABOUT THE FOUNDATION'S PROGRAMS AND SERVICES, SCHOLARSHIP OFFERINGS AND THE COMMUNITY GROUPS AVAILABLE TO MEMBERS OF THE FOOTWEAR INDUSTRY.AS ONE OF TWO TEN'S FASTEST GROWING COMMUNITY-BUILDING EVENTS, FOOTWEAR CARES PROVIDES AN OPPORTUNITY FOR OUR INDUSTRY TO JOIN TOGETHER IN COMMUNITY SERVICE IN A WAY THAT WILL IMPACT THEIR OWN LIVES AND THE LIVES OF THE PEOPLE THEY HELP. IN FY17 OUR FOOTWEAR CARES INITIATIVE TRANSITIONED FROM A SINGLE-MONTH EVENT, TO A YEAR-ROUND CAMPAIGN DURING WHICH TWO TEN WORKED WITH FOOTWEAR COMPANIES ACROSS THE NATION TO EITHER CREATE UNIQUE VOLUNTEER EVENTS ON THEIR BEHALF, OR TO SUPPORT THEIR OWN PHILANTHROPIC ACTIVITIES. THIS SHIFT IN STRATEGY ENABLES TWO TEN TO AGGREGATE AND PROMOTE THE COMPASSION AND CHARITABLE NATURE OF THE U.S. FOOTWEAR INDUSTRY, FURTHER INSPIRING THE INDUSTRY TO CONTINUE ITS ACTS OF DOING GOOD WHILE STRENGTHENING THE INDUSTRY'S NATIONAL REPUTATION AND FURTHERING CONSUMER AFFINITY. THE FY17 CAMPAIGN FOCUSED ON HELPING DISADVANTAGED CHILDREN AND THEIR FAMILIES, INSPIRING 7,600 FOOTWEAR CARES VOLUNTEERS FROM 129 COMPANIES ACROSS 26 STATES TO JOIN FORCES WITH OTHER FOOTWEAR BRANDS AND COMPANIES IN THEIR GEOGRAPHIC AREA TO VOLUNTEER IN THEIR COMMUNITY. THE PROGRAM CONTINUES TO PROVIDE TWO TEN WITH A VALUABLE PLATFORM TO INCREASE THE KNOWLEDGE AND AWARENESS OF THE FOUNDATION, ITS MISSION, PROGRAMS AND SERVICES WITH VOLUNTEERS, WHILE CREATING POSITIVE CHANGE IN OUR SURROUNDING COMMUNITIES.

4c (Code:) (Expenses \$ 552,496 including grants of \$) (Revenue \$)
INDUSTRY EDUCATION (FORMERLY LEADERSHIP DEVELOPMENT):THE TWO TEN FOOTWEAR FOUNDATION IS COMMITTED TO PROVIDING THE HELP AND RESOURCES NEEDED TO IMPROVE THE LIVES AND CAREERS OF FOOTWEAR PROFESSIONALS. IN FY17, INDUSTRY EDUCATION - OR OUTREACH - WAS INCORPORATED INTO EVERY POSSIBLE ACTIVITY TO MAXIMIZE THE OUTCOMES; EVERY CORPORATE VISIT, INDUSTRY CONFERENCE, INDIVIDUAL HEALTH AND WELLNESS FAIRS AND STRATEGIC PARTNERSHIP WAS UTILIZED TO INCREASE AWARENESS OF THE FOUNDATION'S OFFERINGS WITHIN THE INDUSTRY IT SERVES. TWO TEN ALSO USES A HIGHLY VISIBLE ANNUAL EVENT AND SOCIAL MEDIA TO AID IN BUILDING INCREASE AWARENESS OF, AND SUPPORT FOR, THE FOUNDATION. DURING FY17, TWO TEN INCORPORATED OUTREACH INTO 130 CORPORATE VISITS BY MAKING PRESENTATIONS TO 5,400 AMERICAN FOOTWEAR WORKERS. THE FOUNDATION ALSO ATTENDED 11 INDUSTRY CONFERENCES AND 14 DIFFERENT BENEFITS FAIRS TO CONNECT DIRECTLY WITH FOOTWEAR EMPLOYEES AND PROVIDE THEM WITH FIRST-HAND KNOWLEDGE ABOUT TWO TEN AND HOW THE FOUNDATION SUPPORTS THE INDUSTRY. ADDITIONALLY, TWO TEN WORKED WITH ITS STRATEGIC PARTNERS TO PRESENT THE FOUNDATION TO TARGETED AUDIENCES THROUGH PRINT, DIGITAL AND IN-PERSON PRESENTATIONS. THROUGH CAREFUL UTILIZATION OF EXISTING TRAVEL TO MEETINGS, CONFERENCES, FAIRS AND PARTNERSHIP OFFERINGS, TWO TEN WAS ABLE TO INCORPORATE OUTREACH INTO A VARIETY OF ACTIVITIES TO INCREASE THE FOOTWEAR COMMUNITY'S AWARENESS OF AND ENGAGEMENT WITH THE FOUNDATION.TWO TEN HOSTED ITS ANNUAL GALA DURING FY17. ATTENDED BY 1,600 MEMBERS OF THE FOOTWEAR COMMUNITY AND SUPPORTED BY MORE THAN 175 COMPANIES, TWO TEN USED THE EVENT AS A COMMUNICATIONS PLATFORM TO INCREASE INDUSTRY AWARENESS ABOUT ITS PROGRAMS AND SERVICES, SCHOLARSHIPS, COMMUNITY BUILDING INITIATIVES AND THE COMBINED POSITIVE IMPACT THE FOUNDATION HAS ON THE INDUSTRY THAT IT SERVES. STORIES FROM TWO TEN'S RELIEF RECIPIENTS AND SCHOLARSHIP AWARDEES WERE SHARED IN PRINT, VIDEO AND IN PERSON FROM THE PODIUM ON STAGE, AND WE FEATURED TWO TEN "UNsung HEROES" IN LIGHTED CENTERPIECES ON EACH OF THE 50 TABLES AT THE VIP DINNER. INDUSTRY LEADERSHIP TOOK PART IN THE PRESENTATIONS FROM THE STAGE AND ENCOURAGED THE PARTICIPANTS TO ENGAGE FURTHER WITH THE FOUNDATION. THE EVENT WAS A BIG SUCCESS IN THAT WE WERE ABLE TO CONVERT ATTENDEES FROM UNAFFILIATED TO ENGAGED MEMBERS OF THE TWO TEN COMMUNITY.SOCIAL MEDIA AND DIGITAL COMMUNICATIONS CONTINUE TO INCREASE IN RELEVANCE AND IMPORTANCE AS CRITICAL COMMUNICATION TOOLS, PROVIDING VIBRANT FORUMS TO REACH, ENGAGE AND EDUCATE THE FOOTWEAR COMMUNITY. TWO TEN'S CONTENT DEVELOPMENT AND MANAGEMENT STRATEGY FOR ITS SOCIAL PROPERTIES DURING FY17 WAS FURTHER EXPANDED, WITH A DATABASE OF CLIENT STORIES PUSHED OUT THROUGH RELEVANT CHANNELS INCLUDING FACEBOOK, TWITTER, INSTAGRAM, LINKEDIN AND THE TWO TEN BLOG. THE FOUNDATION HAS SEEN AN UPTICK IN THE NUMBER OF FOLLOWERS IT HAS ON MULTIPLE DIGITAL PROPERTIES AND NEW VISITORS TO ITS WEBSITE PLATFORM. APPLICATIONS FOR TWO TEN'S SCHOLARSHIP OFFERINGS, INTAKE CALLS AND ATTENDANCE AT COMMUNITY GROUP EVENTS HAVE GROWN AS A RESULT OF THIS EFFORT.

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 4,373,754

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>	Yes	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	Yes	
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>		No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		No
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>		No
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>		No
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>		No
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>		No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial 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>		No
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>	Yes	
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>	Yes	
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>	Yes	
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>		No
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>		No
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	Yes	
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>	Yes	
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>	Yes	
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>		No
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a Did the organization maintain an office, employees, or agents outside of the United States?		No
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>	Yes	
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>		No
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>		No
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> (see instructions)		No
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>	Yes	
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>		No

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>		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
20b			
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>		No
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>	Yes	
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>	Yes	
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>		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24b			
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?		
24c			
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
24d			
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		No
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>		No
25b			No
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>		No
26			No
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>		No
27			No
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>		No
28a			No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		No
28b			No
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>		No
28c			No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		No
29			No
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>		No
30			No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		No
31			No
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>		No
32			No
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>		No
33			No
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>		No
34			No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		No
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>		
35b			
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		No
36			No
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>		No
37			No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	Yes	
38		Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question ID, question text, and Yes/No response boxes. Includes sections for backup withholding, employee reporting, unrelated business income, foreign accounts, prohibited tax shelter transactions, deductible contributions, and 501(c)(7), (12), and (29) organizations.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 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

Table with 3 columns: Question, Yes, No. Rows include: 1a (46), 1b (45), 2, 3, 4, 5, 6, 7a, 7b, 8, 8a, 8b, 9.

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

Table with 3 columns: Question, Yes, No. Rows include: 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

Table with 2 columns: Question, Answer. Rows include: 17 (MA), 18 (Own website, Another's website, Upon request, Other), 19, 20 (ELBA MARCILLO 1466 MAIN STREET WALTHAM, MA 02452 (781) 736-1500).

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, or 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 dotted 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) DIANE SULLIVAN CHAIR	1.00	X		X				0	0	0
(2) MICHAEL ATMORE DIRECTOR	1.00	X						0	0	0
(3) MARTIN BERMAN DIRECTOR	1.00	X						0	0	0
(4) CAROL BAIOCCHI DIRECTOR	1.00	X						0	0	0
(5) PAULETTE ALVITI DIRECTOR	1.00	X						0	0	0
(6) AMANDA CABOT DIRECTOR	1.00	X						0	0	0
(7) DEBBIE FERREE DIRECTOR	1.00	X						0	0	0
(8) STEVEN HILL DIRECTOR	1.00	X						0	0	0
(9) DANIEL HUNT DIRECTOR	1.00	X						0	0	0
(10) SUSAN ITZKOWITZ DIRECTOR	1.00	X						0	0	0
(11) GREG TUNNEY VICE CHAIR	1.00	X		X				0	0	0
(12) STEVE MADDEN DIRECTOR	1.00	X						0	0	0
(13) ROBERT MCHUGH DIRECTOR	1.00	X						0	0	0
(14) TRACEY MCLEOD DIRECTOR	1.00	X						0	0	0
(15) JONATHAN FRANKEL DIRECTOR	1.00	X						0	0	0
(16) JIM SALZANO DIRECTOR	1.00	X						0	0	0
(17) DANNY MUSKAT DIRECTOR	1.00	X						0	0	0

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 dotted 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) KRISTIN FROSSMO DIRECTOR	1.00	X						0	0	0
(19) JOE OUAKNINE DIRECTOR	1.00	X						0	0	0
(20) DAVID KAHAN DIRECTOR	1.00	X						0	0	0
(21) GREGG RIBATT DIRECTOR	1.00	X						0	0	0
(22) KATIE BUTLER DIRECTOR	1.00	X						0	0	0
(23) DANIEL SCHWARTZ DIRECTOR	1.00	X						0	0	0
(24) LARRY SIFF SECRETARY	1.00	X			X			0	0	0
(25) BOB CAMPBELL DIRECTOR	1.00	X						0	0	0
(26) DAVID DEPASQUALE DIRECTOR	1.00	X						0	0	0
(27) THOMAS TARICA DIRECTOR	1.00	X						0	0	0
(28) RICK GRAHAM DIRECTOR	1.00	X						0	0	0
(29) LOUISE CAMUTO DIRECTOR	1.00	X						0	0	0
(30) BEVERLY GOLDBERG DIRECTOR	1.00	X						0	0	0
(31) BLAKE KRUEGER DIRECTOR	1.00	X						0	0	0
(32) RONALD FROMM DIRECTOR	1.00	X						0	0	0
(33) DAVE GRANGE DIRECTOR	1.00	X						0	0	0
(34) JIM ISSLER DIRECTOR	1.00	X						0	0	0
(35) DAVID JAY DIRECTOR	1.00	X						0	0	0
(36) MARK KING DIRECTOR	1.00	X						0	0	0
(37) ROBERT DEMARTINI DIRECTOR	1.00	X						0	0	0
(38) LESLIE GALLIN DIRECTOR	1.00	X						0	0	0
(39) LIZ RODBELL DIRECTOR	1.00	X						0	0	0
(40) CLIFTON SIFFORD DIRECTOR	1.00	X						0	0	0
(41) GENE MCCARTHY DIRECTOR	1.00	X						0	0	0
(42) JOEL OBLONSKY DIRECTOR	1.00	X						0	0	0
(43) JIM PISANI DIRECTOR	1.00	X						0	0	0
(44) BETH CROSS TREASURER	1.00	X			X			0	0	0
(45) CARRIE RUBIN DIRECTOR	1.00	X						0	0	0
(46) NEAL NEWMAN PRESIDENT	37.50				X			219,002	0	25,952
1b Sub-Total										
1c Total from continuation sheets to Part VII, Section A										
1d Total (add lines 1b and 1c)							219,002	0		25,952

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 **5**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		No
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? <i>If "Yes," complete Schedule J for such individual</i>	Yes	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		No

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
MANHATTAN CENTER STUDIO INC 311 WEST 34TH STREET NEW YORK, NY 10001	EVENT PLANNING	360,511
SEQUENCE EVENT LLC 108 WEST 39TH ST NEW YORK, NY 10018	EVENT PLANNING	306,391
DUTCHESS INC 130 N BRAND BLVD SUITE 400 GLENDALE, CA 91203	EVENT PLANNING	218,308

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 **3**

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns . . .	1a					
	b Membership dues . . .	1b					
	c Fundraising events . . .	1c	2,644,502				
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	3,453,841				
	g Noncash contributions included in lines 1a-1f: \$ _____						
	h Total. Add lines 1a-1f . . .			6,098,343			
Program Service Revenue	2a _____	Business Code					
	b _____						
	c _____						
	d _____						
	e _____						
	f All other program service revenue . . .						
	g Total. Add lines 2a-2f . . .						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) . . .		712,825			712,825	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties . . .						
	6a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
	d Net rental income or (loss) . . .						
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		1,760,000					
		b Less: cost or other basis and sales expenses					
		1,666,091					
	c Gain or (loss)						
	93,909						
	d Net gain or (loss) . . .			93,909		93,909	
	8a Gross income from fundraising events (not including \$ 2,644,502 of contributions reported on line 1c). See Part IV, line 18 . . .	a					
1,263,172							
b Less: direct expenses . . .		b					
1,236,593							
c Net income or (loss) from fundraising events . . .			26,579		26,579		
9a Gross income from gaming activities. See Part IV, line 19 . . .	a						
	b Less: direct expenses . . .	b					
	c Net income or (loss) from gaming activities . . .						
10a Gross sales of inventory, less returns and allowances . . .	a						
	b Less: cost of goods sold . . .	b					
	c Net income or (loss) from sales of inventory . . .						
Miscellaneous Revenue		Business Code					
11a MISCELLANEOUS		900099	3,850			3,850	
b _____							
c _____							
d All other revenue . . .							
e Total. Add lines 11a-11d . . .			3,850				
12 Total revenue. See Instructions. . .			6,935,506	0	0	837,163	

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				
2 Grants and other assistance to domestic individuals. See Part IV, line 22	2,692,001	2,692,001		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, line 15 and 16.				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	700,716	340,227	224,968	135,521
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	849,807	551,618	18,025	280,164
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	35,450	18,234	7,611	9,605
9 Other employee benefits	133,435	82,139	26,756	24,540
10 Payroll taxes	127,299	72,601	17,902	36,796
11 Fees for services (non-employees):				
a Management				
b Legal	3,079		3,079	
c Accounting	37,200		37,200	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)				
12 Advertising and promotion	58,500	58,500		
13 Office expenses	24,465	8,518	11,609	4,338
14 Information technology	106,665	73,346	10,231	23,088
15 Royalties				
16 Occupancy				
17 Travel	98,954	57,549	17,260	24,145
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	132,000	85,106	14,589	32,305
23 Insurance	18,770	11,025	2,776	4,969
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 CONSULTING EXPENSE	148,762	122,853	3,963	21,946
b BUILDING REPAIRS AND EX	89,422	54,979	9,661	24,782
c PRINTING AND PRODUCTION	50,739	42,324	993	7,422
d BOARD/COMMITTEE EXPENSE	45,788		45,788	
e All other expenses	241,191	102,734	92,282	46,175
25 Total functional expenses. Add lines 1 through 24e	5,594,243	4,373,754	544,693	675,796
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 <input type="checkbox"/> 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 IX

		(A) Beginning of year		(B) End of year
Assets	1 Cash-non-interest-bearing		1	
	2 Savings and temporary cash investments	191,389	2	235,518
	3 Pledges and grants receivable, net	2,287,457	3	3,701,559
	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 instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	316,533	9	391,135
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 4,065,544		
	b Less: accumulated depreciation	10b 1,951,544	2,132,878	10c 2,114,000
	11 Investments—publicly traded securities	18,276,698	11	19,329,526
	12 Investments—other securities. See Part IV, line 11	14,932,132	12	16,331,169
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	38,137,087	16	42,102,907	
Liabilities	17 Accounts payable and accrued expenses	88,635	17	92,942
	18 Grants payable		18	
	19 Deferred revenue	326,620	19	164,029
	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	98,530	25	94,938
	26 Total liabilities. Add lines 17 through 25	513,785	26	351,909
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	6,280,242	27	6,048,691
	28 Temporarily restricted net assets	4,093,884	28	7,399,620
	29 Permanently restricted net assets	27,249,176	29	28,302,687
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	37,623,302	33	41,750,998	
34 Total liabilities and net assets/fund balances	38,137,087	34	42,102,907	

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	6,935,506
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,594,243
3	Revenue less expenses. Subtract line 2 from line 1	3	1,341,263
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	37,623,302
5	Net unrealized gains (losses) on investments	5	2,786,433
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	41,750,998

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		No
2b	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	Yes	
2c	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.	Yes	
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?		No
3b	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.		

Software ID:

Software Version:

Form 990, Special Condition Description:

Special Condition Description

2016

Open to Public Inspection

SCHEDULE A (Form 990 or 990EZ)

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.

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

Department of the Treasury Internal Revenue Service

Name of the organization

TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

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).
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).
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).
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).
8 A community trust described in section 170(b)(1)(A)(vi).
9 An agricultural research organization described in 170(b)(1)(A)(ix) operated in conjunction with a land-grant college or university or a non-land grant college of agriculture.
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...
11 An organization organized and operated exclusively to test for public safety.
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...
a Type I. A supporting organization operated, supervised, or controlled by its supported organization(s)...
b Type II. A supporting organization supervised or controlled in connection with its supported organization(s)...
c Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s)...
d Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated...
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
g Provide the following information about the supported organization(s).

Table with 6 columns: (i) Name of supported organization, (ii) EIN, (iii) Type of organization, (iv) Is the organization listed in your governing document?, (v) Amount of monetary support, (vi) Amount of other support. Includes a Total row at the bottom.

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

(Complete only if you checked the box on line 5, 7, 8, or 9 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grant.") . . .	3,244,363	3,826,293	4,462,876	4,867,984	6,124,922	22,526,438
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge..						
4 Total. Add lines 1 through 3	3,244,363	3,826,293	4,462,876	4,867,984	6,124,922	22,526,438
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						
6 Public support. Subtract line 5 from line 4.						22,526,438

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a)2012	(b)2013	(c)2014	(d)2015	(e)2016	(f)Total
7 Amounts from line 4.	3,244,363	3,826,293	4,462,876	4,867,984	6,124,922	22,526,438
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.	674,925	1,055,344	1,704,638	1,494,614	712,825	5,642,346
9 Net income from unrelated business activities, whether or not the business is regularly carried on.						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.).	2,845	5,338	7,313	5,277	3,850	24,623
11 Total support. Add lines 7 through 10						28,193,407

12 Gross receipts from related activities, etc. (see instructions) **12**

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2016 (line 6, column (f) divided by line 11, column (f))	14	79.900 %
15 Public support percentage for 2015 Schedule A, Part II, line 14	15	80.100 %

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

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

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

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

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

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

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

Section A. Public Support

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

Part IV Supporting Organizations

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

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

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

Section B. Type I Supporting Organizations

		Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>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.</i>		
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? <i>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.</i>		

Section C. Type II Supporting Organizations

		Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>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).</i>		

Section D. All Type III Supporting Organizations

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

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.**

		Yes	No
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? <i>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.</i>		
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? <i>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.</i>		
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? <i>Provide details in Part VI.</i>		
b	Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>		

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

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

Section A - Adjusted Net Income

(A) Prior Year

(B) Current Year
(optional)

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

Section B - Minimum Asset Amount

(A) Prior Year

(B) Current Year
(optional)

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

Section C - Distributable Amount

Current Year

1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		
7 <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)			

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

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

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

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).

Facts And Circumstances Test

Return Reference	Explanation

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2016

Open to Public Inspection

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

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

Department of the Treasury Internal Revenue Service

Name of the organization

TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

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.

Table with 3 columns: Line number, (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4.

- 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...
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes...

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).
2a Preservation of land for public use (e.g., recreation or education)
2b Preservation of an historically important land area
2c Protection of natural habitat
2d Preservation of a certified historic structure
2e 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.

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

Table with 2 columns: Line number, Held at the End of the Year. Rows 2a, 2b, 2c, 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?
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)?
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.
1b 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:
(ii) 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

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

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a** Public exhibition
 - b** Scholarly research
 - c** Preservation for future generations
 - d** Loan or exchange programs
 - e** Other
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5** During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? . . . **Yes** **No**

Part IV Escrow and Custodial Arrangements.

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

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? **Yes** **No**
- b** If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---|--------|
| 1c 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** **No**
- b** If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in 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	32,173,244	31,534,790	30,573,816	26,867,714	25,713,572
b Contributions	2,762,716	1,310,148	1,186,016	1,244,684	234,664
c Net investment earnings, gains, and losses	2,444,770	166,056	542,645	2,788,645	1,522,252
d Grants or scholarships					
e Other expenditures for facilities and programs	848,239	837,750	767,687	327,227	602,774
f Administrative expenses					
g End of year balance	36,532,491	32,173,244	31,534,790	30,573,816	26,867,714

- 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:
- | | Yes | No |
|--|--------------------------|--------------------------|
| (i) unrelated organizations | <input type="checkbox"/> | No |
| (ii) related organizations | <input type="checkbox"/> | No |
| b If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R? | <input type="checkbox"/> | <input type="checkbox"/> |
- 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		546,867		546,867
b Buildings		2,906,541	1,472,710	1,433,831
c Leasehold improvements				
d Equipment		612,136	478,834	133,302
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . ▶				2,114,000

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) ALTERNATIVE HEDGE FUNDS	16,331,169	F
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.)	16,331,169	

Part VIII Investments~~Program Related~~. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

Part IX Other Assets. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

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

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

1. (a) Description of liability	(b) Book value	
(1) Federal income taxes		
ANNUITIES PAYABLE	94,938	
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col.(B) line 25.)	94,938	

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

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

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

1	Total revenue, gains, and other support per audited financial statements		1	9,721,939
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a 2,786,433		
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	2,786,433
3	Subtract line 2e from line 1		3	6,935,506
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	0
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	6,935,506

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

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

1	Total expenses and losses per audited financial statements		1	5,594,243
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	5,594,243
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	0
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5	5,594,243

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.

Return Reference	Explanation
PART X, LINE 2:	GAAP REQUIRES THE EVALUATION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN THE FOUNDATION'S TAX RETURNS TO DETERMINE WHETHER THE TAX POSITIONS ARE "MORE-LIKELY-THAN-NOT" OF BEING SUSTAINED BY THE APPLICABLE TAX AUTHORITY. TAX POSITIONS NOT DEEMED TO MEET THE MORE-LIKELY-THAN-NOT THRESHOLD, ALONG WITH ACCRUED INTEREST AND PENALTIES THEREON, WOULD BE RECORDED AS AN EXPENSE IN THE CURRENT YEAR FINANCIAL STATEMENTS. THE FOUNDATION HAS EVALUATED THE TAX POSITIONS TAKEN IN ITS PREVIOUSLY FILED RETURNS AND THOSE EXPECTED TO BE TAKEN IN ITS 2017 RETURNS AND BELIEVES THEY ARE MORE-LIKELY-THAN-NOT OF BEING SUSTAINED IF EXAMINED BY FEDERAL OR COMMONWEALTH TAX AUTHORITIES. THE FOUNDATION'S 2014 THROUGH 2016 TAX YEARS REMAIN SUBJECT TO TAX EXAMINATION BY FEDERAL AND COMMONWEALTH TAX AUTHORITIES

2016

Open to Public Inspection

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

- ▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
- ▶ Attach to Form 990.
- ▶ Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization
TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to 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** Activites 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 region	(d) Activities conducted in region (by type) (e.g., 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 region	(f) Total expenditures for and investments in region
(1) CENTRAL AMERICA AND THE CARIBBEAN			INVESTMENT IN FOREIGN CORPORATION		8,167,820
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total	0	0			8,167,820
b Total from continuation sheets to Part I	0	0			0
c Totals (add lines 3a and 3b)	0	0			8,167,820

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to 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 non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

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 III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

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; do not 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; do not file with Form 990).* Yes No

SCHEDULE G (Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

2016

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Complete if the organization answered "Yes" on Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

Attach to Form 990 or Form 990-EZ.

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

Department of the Treasury Internal Revenue Service

Name of the organization TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number 22-2579809

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- 1 Indicate whether the organization raised funds through any of the following activities. Check all that apply. a Mail solicitations b Internet and email solicitations c Phone solicitations d In-person solicitations e Solicitation of non-government grants f Solicitation of government grants g Special fundraising events 2a Did the organization have a written or oral agreement with any individual... 2b If "Yes," list the ten highest paid individuals or entities...

Table with 6 columns: (i) Name and address of individual or entity (fundraiser), (ii) Activity, (iii) Did fundraiser have custody or control of contributions?, (iv) Gross receipts from activity, (v) Amount paid to (or retained by) fundraiser listed in col. (i), (vi) Amount paid to (or retained by) organization. Rows 1-10 and Total.

- 3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

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

Revenue		(a) Event #1	(b) Event #2	(c) Other events	(d)
		ANNUAL DINNER (event type)	GOLF OUTINGS (event type)	2 (total number)	Total events (add col. (a) through col. (c))
1	Gross receipts	3,697,454	108,643	101,577	3,907,674
2	Less: Contributions	2,546,002	60,000	38,500	2,644,502
3	Gross income (line 1 minus line 2)	1,151,452	48,643	63,077	1,263,172
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	1,117,846	50,580	68,167	1,236,593
10	Direct expense summary. Add lines 4 through 9 in column (d) ▶				1,236,593
11	Net income summary. Subtract line 10 from line 3, column (d) ▶				26,579

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

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

9 Enter the state(s) in which the organization conducts gaming activities: _____

a Is the organization licensed to conduct gaming activities in each of these states? **Yes** **No**

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? **Yes** **No**

b If "Yes," explain: _____

- 11** Does the organization conduct gaming activities with nonmembers? Yes No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13** Indicate the percentage of gaming activity conducted in:
- | | | |
|--------------------------------------|------------|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ ELBA MARCILLO

Address ▶ 1466 MAIN STREET
WALTHAM, MA 02451

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b** If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c** If "Yes," enter name and address of the third party:
- Name ▶ _____
- Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

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

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

Return Reference	Explanation
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Schedule I (Form 990)

Grants and Other Assistance to Organizations, Governments and Individuals in the United States

OMB No. 1545-0047

2016

Open to Public Inspection

Complete if the organization answered "Yes," on Form 990, Part IV, line 21 or 22.

Attach to Form 990.

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

Department of the Treasury Internal Revenue Service

Name of the organization TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

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?
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.

Table with 8 columns: (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. Rows 1-12.

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

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 noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
(1) RELIEF PAYMENTS	3318	1,843,762		BOOK	
(2) SCHOLARSHIPS	300	848,239		BOOK	
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					

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

Return Reference	Explanation
PART I, LINE 2:	RELIEF PAYMENTS - PAID DIRECTLY TO A CLIENT'S CREDITOR, IE. MORTGAGE LENDERS, UTILITY COMPANIES, CAR LENDERS, ETC. AND ARE APPLIED DIRECTLY TO THE CLIENTS ACCOUNT. SCHOLARSHIPS - APPLICATIONS ARE OUTSOURCED TO A CONSULTANT WHO DETERMINES WHICH STUDENTS QUALIFY FOR ASSISTANCE BASED ON THE ORGANIZATIONS ELIGIBILITY REQUIREMENTS. THEY MUST HAVE A DIRECT FAMILY MEMBER WHO HAS WORKED IN THE FOOTWEAR INDUSTRY OR THEY MUST HAVE WORKED THE PROPER AMOUNT OF TIME IN THE FOOTWEAR INDUSTRY. FEDERAL LAW STIPULATES THAT THE AMOUNT OF A STUDENT'S FINANCIAL ASSISTANCE MAY NOT EXCEED THEIR DEMONSTRATED FINANCIAL NEED. TO DETERMINE FINANCIAL NEED, WE DEDUCT THE STUDENTS ESTIMATED PARENTAL CONTRIBUTION FROM THE FAFSA STUDENT AID REPORT(WWW.FAFSA.GOV) AND THEIR SCHOLARSHIPS AND GRANTS FROM THE COST OF ATTENDANCE. ONCE THESE CALCULATIONS ARE COMPLETED THEN WE SCALE THE STUDENTS AWARDS BASED ON THEIR LENGTH OF TIME IN THE INDUSTRY AND HOW SUBSTANTIAL THEIR NEED IS. WE HAVE A SCHOLARSHIP BOARD COMMITTEE WHO REVIEWS THE FINAL INFORMATION AND RELEASES THE AWARDS. MONIES ARE PAID DIRECTLY TO THE SCHOOL THE STUDENT IS ATTENDING EVERY SEMESTER.

Schedule J (Form 990)

Compensation Information

OMB No. 1545-0047

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

2016

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Name of the organization TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

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.

- First-class or charter travel
Travel for companions
Tax idemnification and gross-up payments
Discretionary spending account
Housing allowance or residence for personal use
Payments for business use of personal residence
Health or social club dues or initiation fees
Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes in 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, officers, including the CEO/Executive Director, regarding the items checked in 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.

- Compensation committee
Independent compensation consultant
Form 990 of other organizations
Written employment contract
Compensation survey or study
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?

Only 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 in 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)?

Table with 3 columns: Question ID, Yes, No. Rows correspond to questions 1a through 9.

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

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

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service
Name of the organization
TWO TEN FOOTWEAR FOUNDATION INC

Employer identification number

22-2579809

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11B	THE 990 IS PRESENTED TO THE AUDIT COMMITTEE DURING THE PRESENTATION OF THE AUDITED FINANCIAL STATEMENTS. AFTER REVIEWING THE 990 AND ALL QUESTIONS HAVE BEEN ANSWERED THE RETURN IS ACCEPTED AND APPROVED FOR FILING.
FORM 990, PART VI, SECTION B, LINE 12C	ALL STAFF, DIRECTORS AND OFFICERS ARE REQUIRED TO ANNUALLY DISCLOSE ANY CONFLICTS OF INTEREST. THE TRANSACTIONS AND ACTIVITIES OF THE ORGANIZATION ARE MONITORED ON AN ONGOING BASIS BY MANAGEMMNT, THE BOARD OF DIRECTORS AND BOARD APPOINTED COMMITTEES. ANY CONFLICTS THAT ARISE ARE DEALT WITH ACCORDING TO THE ORGANIZATION'S DETAILED CONFLICT OF INTEREST POLICIES.
FORM 990, PART VI, SECTION B, LINE 15	THE COMPENSATION OF THE EXECUTIVE DIRECTOR IS SET BY THE ORGANIZATION'S COMPENSATION COMMITTEE BASED UPON COMPARABLE COMPENSATION DATA FOR THE SAME POSITON FOR ORGANIZATIONS OF SIMILAR SIZE WITHIN OUR INDUSTRY. THE DECISION OF THE COMPENSATION COMMITTEE IS REVIEWED BY THE BOARD OF DIRECTORS PRIOR TO BEING FINALIZED. THE COMPENSATION OF ALL OTHER STAFF IS DETERMINED VIA A FORMAL SALARY ADMINSTRATION PROCESS. A JOB DESCRIPTION IS ESTABLISHED FOR EACH POSITION INCLUDING KNOWLEDGE, SKILLS, AND EXPERIENCES REQUIRED TO PERFORM THE JOB. EACH POSITION IS PRICED ACCORDING TO MARKET DATA FOR LIKE POSITIONS AT SIMILAR SIZED ENTITIES. ANNUAL INCREASES ARE BASED ON MERIT MEASURED BY APPROPRIATE INDICATORS OF JOB PERFORMANCE.
FORM 990, PART VI, SECTION C, LINE 19	ALL OF THE ORGANIZATIONS GOVERNING DOCUMENTS, POLICIES AND FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC UPON DIRECT REQUEST OF THE ORGANIZATION.