

EXTENDED TO MAY 15, 2017

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

For calendar year 2015 or tax year beginning

JUL 1, 2015

, and ending

JUN 30, 2016

Name of foundation

THE LENFEST FOUNDATION, INC.

A Employer identification number

23-3031350

Number and street (or P O box number if mail is not delivered to street address)

TWO LOGAN SQ., 100 N. 18TH ST

Room/suite

800

B Telephone number

215-239-9003

City or town, state or province, country, and ZIP or foreign postal code

PHILADELPHIA, PA 19103

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 86,090,655.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,508,278.	1,436,499.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,309,264.			
b Gross sales price for all assets on line 6a 108,491,459.					
7 Capital gain net income (from Part IV, line 2)			1,309,264.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<28,645.>	<30,940.>		STATEMENT 2
12 Total. Add lines 1 through 11		2,788,897.	2,714,823.		
13 Compensation of officers, directors, trustees, etc		186,778.	9,339.		177,439.
14 Other employee salaries and wages		119,552.	21,519.		98,033.
15 Pension plans, employee benefits		24,544.	4,418.		20,126.
16a Legal fees STMT 3		3,300.	594.		2,706.
b Accounting fees STMT 4		28,553.	5,139.		8,029.
c Other professional fees STMT 5		396,586.	322,684.		73,902.
17 Interest					
18 Taxes STMT 6		<23,771.>	4,194.		19,108.
19 Depreciation and depletion		4,908.	0.		
20 Occupancy		77,969.	14,034.		63,935.
21 Travel, conferences, and meetings		23,546.	0.		23,546.
22 Printing and publications		1,066.	192.		874.
23 Other expenses STMT 7		109,474.	19,704.		89,770.
24 Total operating and administrative expenses. Add lines 13 through 23		952,505.	401,817.		577,468.
25 Contributions, gifts, grants paid		8,045,051.			9,667,500.
26 Total expenses and disbursements. Add lines 24 and 25		8,997,556.	401,817.		10,244,968.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<6,208,659.>			
b Net investment income (if negative, enter -0-)			2,313,006.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			445,552.	430,972.	430,972.
	2 Savings and temporary cash investments			4,606,582.	5,119,325.	5,119,325.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations STMT 9			61,251,739.	14,780,813.	14,780,813.
	b Investments - corporate stock STMT 10			281,375.	35,487,016.	35,487,016.
	c Investments - corporate bonds STMT 11			7,491,172.	5,332,867.	5,332,867.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans STMT 12			1,891,555.	0.	0.	
13 Investments - other STMT 13			22,810,874.	24,385,563.	24,385,563.	
14 Land, buildings, and equipment: basis ▶ 294,332.						
Less: accumulated depreciation STMT 14 ▶ 281,010.			18,231.	13,322.	13,322.	
15 Other assets (describe ▶ STATEMENT 15)			58,823.	540,777.	540,777.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			98,855,903.	86,090,655.	86,090,655.	
Liabilities	17 Accounts payable and accrued expenses			23,000.	41,762.	
	18 Grants payable			10,200,976.	8,578,527.	
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
22 Other liabilities (describe ▶ STATEMENT 16)			163,900.	64,756.		
23 Total liabilities (add lines 17 through 22)			10,387,876.	8,685,045.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			88,468,027.	77,405,610.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances			88,468,027.	77,405,610.		
31 Total liabilities and net assets/fund balances			98,855,903.	86,090,655.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	88,468,027.
2 Enter amount from Part I, line 27a	2	<6,208,659.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	82,259,368.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	4,853,758.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	77,405,610.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	108,491,459.	107,182,195.	1,309,264.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,309,264.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,309,264.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	7,099,769.	100,708,846.	.070498
2013	9,993,764.	103,957,760.	.096133
2012	8,368,242.	102,998,497.	.081246
2011	8,584,100.	90,200,092.	.095167
2010	15,085,968.	24,274,385.	.621477

2 Total of line 1, column (d)	2	.964521
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.192904
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	87,644,843.
5 Multiply line 4 by line 3	5	16,907,041.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,130.
7 Add lines 5 and 6	7	16,930,171.
8 Enter qualifying distributions from Part XII, line 4	8	10,244,968.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

- 1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)
- b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b
- c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).
- 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-
- 6 Credits/Payments:

6a	161,252.
6b	
6c	
6d	

- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ☐ **Refunded** ☐

1	46,260.
2	0.
3	46,260.
4	0.
5	46,260.
7	161,252.
8	
9	
10	114,992.
11	0.

Part VII-A Statements Regarding Activities

- 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
- b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.
- 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.
- 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- b If "Yes," has it filed a tax return on Form 990-T for this year?
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.
- 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?
- 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV
- 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA
- b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation
- 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) SEE STATEMENT 17	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► LENFESTFOUNDATION.ORG	X	
14 The books are in care of ► FOUNDATION MANAGEMENT Telephone no. ► 610-940-0910 Located at ► 300 BARR HARBOR DR STE 460, WEST CONSHOHOCKEN, PA ZIP+4 ► 19428		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 18		186,778.	8,684.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEE STATEMENT 19	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	52,755,435.
b	Average of monthly cash balances	1b	1,824,101.
c	Fair market value of all other assets	1c	34,400,000.
d	Total (add lines 1a, b, and c)	1d	88,979,536.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	88,979,536.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,334,693.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	87,644,843.
6	Minimum investment return. Enter 5% of line 5	6	4,382,242.

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

1	Minimum investment return from Part X, line 6	1	4,382,242.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	46,260.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	46,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,335,982.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,335,982.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,335,982.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	10,244,968.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,244,968.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,244,968.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				4,335,982.
2 Undistributed income, if any as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	13,898,993.			
b From 2011	4,587,696.			
c From 2012	3,346,049.			
d From 2013	4,999,820.			
e From 2014	2,227,371.			
f Total of lines 3a through e	29,059,929.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	10,244,968.			
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				4,335,982.
e Remaining amount distributed out of corpus	5,908,986.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	34,968,915.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	13,898,993.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	21,069,922.			
10 Analysis of line 9:				
a Excess from 2011	4,587,696.			
b Excess from 2012	3,346,049.			
c Excess from 2013	4,999,820.			
d Excess from 2014	2,227,371.			
e Excess from 2015	5,908,986.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED "SCHEDULE OF APPROPRIATIONS AND PAYMENTS"	NONE	PUBLIC CHARITY	SEE SCHEDULE ATTACHED	9,667,500.
Total				3a 9,667,500.
b Approved for future payment				
SEE ATTACHED GRANTS AND CONTRIBUTIONS SCHEDULE	NONE		INCLUDES ALL GRANTS PAYABLE IN FUTURE YEARS	8,674,500.
Total				3b 8,674,500.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MORGAN STANLEY PMF I INVESTMENT	P	VARIOUS	06/30/16
b	CMS ENTREPRENEURIAL REAL ESTATE FUND IV	P	VARIOUS	12/31/15
c	MORGAN STANLEY AIP GLOBAL DIVERSIFIED FUND	P	VARIOUS	06/30/16
d	SILVER CREEK LOW VOL STRATEGIES	P	VARIOUS	06/30/16
e	HC CAPITAL F/I OPP PORTFOLIO	P	VARIOUS	07/17/15
f	HC CAPITAL INFLATION PROTFOLIO	P	VARIOUS	07/17/15
g	HC CAPITAL TR EMERG MKTS	P	VARIOUS	07/17/15
h	HC CAPITAL INS SM MID CP	P	VARIOUS	07/17/15
i	HC CAPITAL INSTL INTL EQUITY	P	VARIOUS	07/17/15
j	HC CAPITAL F/I OPP PORTFOLIO	P	VARIOUS	09/08/15
k	HC CAPITAL INFLATION PROTFOLIO	P	VARIOUS	09/09/15
l	HC CAPITAL US MORT/AST	P	VARIOUS	09/10/15
m	HC CAPITAL US CORP F/I	P	VARIOUS	09/10/15
n	HC CAPITAL US GOVT F/I	P	VARIOUS	09/10/15
o	HC CAPITAL TR EMERG MKTS	P	VARIOUS	09/08/15

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 428,315.			428,315.
b		64,388.	<64,388.>
c 577,618.			577,618.
d 168,056.			168,056.
e 500,000.		524,985.	<24,985.>
f 500,000.		505,112.	<5,112.>
g 500,000.		606,933.	<106,933.>
h 1,900,000.		1,860,713.	39,287.
i 900,000.		667,690.	232,310.
j 4,568,882.		4,725,058.	<156,176.>
k 4,357,897.		4,415,712.	<57,815.>
l 1,904,972.		1,978,943.	<73,971.>
m 1,635,670.		1,721,989.	<86,319.>
n 1,989,325.		2,031,939.	<42,614.>
o 6,970,743.		9,070,700.	<2,099,957.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			428,315.
b			<64,388.>
c			577,618.
d			168,056.
e			<24,985.>
f			<5,112.>
g			<106,933.>
h			39,287.
i			232,310.
j			<156,176.>
k			<57,815.>
l			<73,971.>
m			<86,319.>
n			<42,614.>
o			<2,099,957.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	HC CAPITAL INSTL INTL EQUITY	P	VARIOUS	09/09/15
b	HC CAPITAL INS SM MID CP	P	VARIOUS	09/09/15
c	HC CAPITAL INSTL INTL EQUITY	P	VARIOUS	09/09/15
d	HC CAPITAL INST GRW EQUITY	P	VARIOUS	09/09/15
e	HC COMMODITY RELATED SECURITIES	P	VARIOUS	09/10/15
f	HC CAPITAL REAL ESTATE SECURITIES	P	VARIOUS	09/10/15
g	HC TOTAL RETURN OFFSHORE FD II LTD	P	VARIOUS	11/12/15
h	HC ABSOLUTE RETURN OFFSHORE FD II LTD	P	VARIOUS	11/12/15
i	CHARLES SCHWAB #3601	P	VARIOUS	06/30/16
j	HC CAPITAL INS SM MID CP	P	VARIOUS	07/17/15
k	K-1 CMS ENTRE[RENEURIAL REAL ESTATE FUND IV	P	VARIOUS	12/31/15
l	K-1 LANDMARK PRIVATE EQUITY FUND	P	VARIOUS	12/31/15
m	K-1 LANDMARK PRIVATE EQUITY FUND	P	VARIOUS	12/31/15
n	K-1 METROPOLITAN REAL ESTATE	P	VARIOUS	12/31/15
o	K-1 METROPOLITAN REAL ESTATE	P	VARIOUS	12/31/15

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,409,436.	5,745,496.	663,940.
b	1,035,363.	813,915.	221,448.
c	17,089,849.	16,836,567.	253,282.
d	8,786,619.	6,743,465.	2,043,154.
e	6,030,563.	8,331,079.	<2,300,516.>
f	1,103,449.	975,607.	127,842.
g	6,877,069.	6,050,000.	827,069.
h	2,790,913.	2,550,000.	240,913.
i	31,096,877.	30,698,273.	398,604.
j	300,000.	245,179.	54,821.
k	9,167.		9,167.
l		155.	<155.>
m	60,676.		60,676.
n		426.	<426.>
o		17,871.	<17,871.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			663,940.
b			221,448.
c			253,282.
d			2,043,154.
e			<2,300,516.>
f			127,842.
g			827,069.
h			240,913.
i			398,604.
j			54,821.
k			9,167.
l			<155.>
m			60,676.
n			<426.>
o			<17,871.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,309,264.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NEW YORK MELLON	20,677.	0.	20,677.	20,677.	
CARLYLE ENERGY PARTNERS	2.	0.	2.	2.	
CHARELS SCHWAB CMS	1,482,501.	0.	1,482,501.	1,410,722.	
ENTREPRENEURIAL REAL ESTATE FUND IV	24.	0.	24.	24.	
LANDMARK PRIVATE EQUITY FUND	3,954.	0.	3,954.	3,954.	
METROPOLITAN REAL ESTATE	1,120.	0.	1,120.	1,120.	
TO PART I, LINE 4	1,508,278.	0.	1,508,278.	1,436,499.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NET K-1 INCOME FROM PARTNERSHIPS AND ALTERNATIVE INVESTMENTS	<29,345.>	<31,640.>	
OTHER INCOME	700.	700.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<28,645.>	<30,940.>	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,300.	594.		2,706.
TO FM 990-PF, PG 1, LN 16A	3,300.	594.		2,706.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BAKER TILLY VIRCHOW KRAUSE LLP, CPA'S	26,002.	4,680.		5,937.
PAYROLL TAX SERVICE	2,551.	459.		2,092.
TO FORM 990-PF, PG 1, LN 16B	28,553.	5,139.		8,029.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	322,684.	322,684.		0.
PROFESSIONAL FEES - OTHERS	73,902.	0.		73,902.
TO FORM 990-PF, PG 1, LN 16C	396,586.	322,684.		73,902.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	23,302.	4,194.		19,108.
FEDERAL EXCISE TAX - CURRENT	50,002.	0.		0.
FEDERAL EXCISE TAX - DEFERRED	<97,075.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<23,771.>	4,194.		19,108.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	17,617.	3,171.		14,446.
COMPUTER SUPPLIES	18,293.	3,293.		15,000.
OFFICE SUPPLIES	14,207.	2,557.		11,650.
WORKERS COMP INSURANCE	6,516.	1,173.		5,343.
POSTAGE & SHIPPING	2,138.	385.		1,753.
TELEPHONE	3,390.	610.		2,780.
BANK CHARGES	191.	34.		157.
EDUCATION & TRAINING	6,000.	1,080.		4,920.
UTILITIES	862.	155.		707.
LIABILITY INSURANCE	4,080.	734.		3,346.
WEBSITE EXPENSE	36,158.	6,508.		29,650.
GIFTS AND FLOWERS	22.	4.		18.
TO FORM 990-PF, PG 1, LN 23	109,474.	19,704.		89,770.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 8

DESCRIPTION	AMOUNT
UNREALIZED LOSSES IN VALUE OF INVESTMENTS	4,853,758.
TOTAL TO FORM 990-PF, PART III, LINE 5	4,853,758.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
HC CAPITAL TRUST US GOVERNMENT BONDS - HCUSX	X		0.	0.
VANGUARD INFLATION-PROTECTED SECURITIES FUND - VAIPX	X		0.	0.
HC CAPITAL TRUST EMERGING MARKETS FUND - HCEMX		X	0.	0.
HC CAPITAL TRUST THE INSTITUTIONAL VALUE EQUITY PORTFOLIO - HCIVX		X	0.	0.
HC CAPITAL TRUST THE INSTITUTIONAL SMALL CAP EQUITY PORT - HCSCX		X	0.	0.
HC CAPITAL TRUST THE INSTITUTIONAL INTERNATIONAL EQUITY PORT - HCINX		X	0.	0.
HC CAPITAL TRUST THE INSTITUTIONAL GROWTH EQUITY PORT - HCIGX		X	0.	0.
HC CAPITAL TRUST THE COMMODITY RELATED SECURITIES PORT - HCCSX		X	0.	0.
CHARLES SCHWAB - US TREASURIES	X		5,413,014.	5,413,014.
CHARLES SCHWAB - FED FARM BANK NOTE	X		2,369,111.	2,369,111.
CHARLES SCHWAB - MUNICIPAL BONDS		X	6,998,688.	6,998,688.
TOTAL U.S. GOVERNMENT OBLIGATIONS			7,782,125.	7,782,125.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			6,998,688.	6,998,688.
TOTAL TO FORM 990-PF, PART II, LINE 10A			14,780,813.	14,780,813.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LANDMARK EQUITY PARTNERS	218,702.	218,702.
CHARLES SCHWAB - BARON SMALL CAP	818,281.	818,281.
CHARLES SCHWAB - BROWN SOMERSET	1,339,906.	1,339,906.
CHARLES SCHWAB - DREYFUS INTL STOCK FD I	766,416.	766,416.
CHARLES SCHWAB - HARBOR INTL	701,074.	701,074.
CHARLES SCHWAB - LONGLEAF INTL	723,068.	723,068.
CHARLES SCHWAB - LONGLEAF - SMALL CAP	875,314.	875,314.
CHARLES SCHWAB - PROSPECTOR OPPORTUNITY	698,601.	698,601.
CHARLES SCHWAB - SEAFARER OVERSEAS GROWTH	1,374,081.	1,374,081.
CHARLES SCHWAB - TOUCHSTONE SANDS CAP	1,354,458.	1,354,458.
CHARLES SCHWAB - WCM FOCUSED INTL	780,272.	780,272.
CHARLES SCHWAB - VANGUARD HIGH YIELD DIVIDEND	1,204,101.	1,204,101.
CHARLES SCHWAB - IBOXX INV GRADE	625,948.	625,948.
CHARLES SCHWAB - MSCI ETF: ETA	2,031,848.	2,031,848.
CHARLES SCHWAB - S&P DIVIDEND ETF	1,221,036.	1,221,036.
CHARLES SCHWAB - S&P MIDCAP 400 ETF	925,582.	925,582.
CHARLES SCHWAB - S&P 500 ETF	481,792.	481,792.
CHARLES SCHWAB - VANGUARD MID-CAP	3,813,986.	3,813,986.
CHARLES SCHWAB - ENERGY SELECT SECTOR	2,367,928.	2,367,928.
CHARLES SCHWAB - VANGUARD REAL ESTATE	2,535,962.	2,535,962.
CHARLES SCHWAB - VANGUARD S&P 500	10,628,660.	10,628,660.
TOTAL TO FORM 990-PF, PART II, LINE 10B	35,487,016.	35,487,016.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME HEDGE FUNDS	470,082.	470,082.
HC CAPITAL TRUST US CORPORATE BOND - HCXSX	0.	0.
HC CAPITAL TRUST THE FIXED INCOME - HCHYX	0.	0.
CHARLES SCHWAB - CDS & BAS	687,336.	687,336.
CHARLES SCHWAB - CORP BONDS	4,175,449.	4,175,449.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,332,867.	5,332,867.

FORM 990-PF

MORTGAGE LOANS

STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HC CAPITAL TRUST US MORTGAGE - HCASX	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 12	0.	0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CARLYLE ENERGY PARTNERS	FMV	268,972.	268,972.
CARLYLE JAPAN PARTNERS	FMV	184,304.	184,304.
METROPOLITAN REAL ESTATE	FMV	564,194.	564,194.
MORGAN STANLEY PMF I	FMV	1,157,771.	1,157,771.
CMS ENTREPRENEURIAL REAL ESTATE	FMV	0.	0.
MORGAN STANLEY AIP GLOBAL DIVERSIFIED	FMV	1,023,483.	1,023,483.
HC CAPITAL TRUST PRIVATE EQUITY VIII	FMV	3,194,861.	3,194,861.
HC CAPITAL TRUST ABSOLUTE RETURN II	FMV	0.	0.
HC CAPITAL TRUST TOTAL RETURN FUND II	FMV	0.	0.
HC CAPITAL TRUST REAL ESTATE	FMV	0.	0.
HC CAPITAL TRUST SPECIAL OPPORTUNITIES SPC CLOSED-END	FMV	1,477,842.	1,477,842.
HC CAPITAL TRUST SPECIAL OPPORTUNITIES SPC CLOSED-END SEGREGATED PORTFOLIO	FMV	932,749.	932,749.
CHARLES SCHWAB - DRIEHAUS ACTIVE INCOME FUND	FMV	885,331.	885,331.
CHARLES SCHWAB - JHANCOCK GLBL ABSOLUTE RETURN STRAT	FMV	884,436.	884,436.
801 WEST LP	FMV	4,139,408.	4,139,408.
THE VITTORIA OFFSHORE LTD	FMV	9,672,212.	9,672,212.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,385,563.	24,385,563.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	5,367.	5,367.	0.
OFFICE EQUIPMENT	15,710.	15,710.	0.
DELL LAPTOP COMPUTER	3,219.	3,219.	0.
BOOKCASES AND TABLES	3,747.	3,747.	0.
FURNITURE & FIXTURES	70,815.	70,815.	0.
LEASEHOLD IMPROVEMENTS	108,820.	108,820.	0.
COMPUTERS/SERVER	13,053.	13,053.	0.
COMPUTER SOFTWARE - FIREWALL	1,053.	1,053.	0.
COPIER MACHINE	9,075.	9,075.	0.
COMPUTER EQUIPMENT	10,516.	10,516.	0.
LEASEHOLD IMPROVEMENTS	12,600.	12,600.	0.
COMPUTER EQUIPMENT	4,433.	4,433.	0.
COMPUTER EQUIPMENT	4,797.	4,797.	0.
FURNITURE & FIXTURES	1,204.	645.	559.
LEASEHOLD IMPROVEMENTS	7,277.	1,698.	5,579.
COMPUTER EQUIPMENT	14,618.	10,966.	3,652.
COMPUTER SOFTWARE	789.	789.	0.
OFFICE EQUIPMENT	2,348.	2,348.	0.
COMPUTER EQUIPMENT	2,073.	519.	1,554.
COMPUTER EQUIPMENT	2,158.	432.	1,726.
COMPUTER SOFTWARE	220.	146.	74.
COMPUTER SOFTWARE	220.	140.	80.
COMPUTER SOFTWARE	220.	122.	98.
TOTAL TO FM 990-PF, PART II, LN 14	294,332.	281,010.	13,322.

FORM 990-PF OTHER ASSETS STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST & DIVIDEND RECEIVABLE	34.	108,471.	108,471.
DUE FROM AFFLIATE	0.	26,388.	26,388.
PREPAID EXCISE TAX	41,252.	115,118.	115,118.
PREPAID RENT	5,828.	0.	0.
REDEMPTION RECEIVABLE	0.	279,091.	279,091.
SECURITIES DEPOSIT	11,709.	11,709.	11,709.
TO FORM 990-PF, PART II, LINE 15	58,823.	540,777.	540,777.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 16

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

DEFERRED FEDERAL TAXES

146,271.

49,196.

DEFERRED RENT

17,629.

15,560.

TOTAL TO FORM 990-PF, PART II, LINE 22

163,900.

64,756.

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 12

STATEMENT 17

EXPLANATION

THIS FOUNDATION HAS SIX "INDEPENDENT BOARD MEMBERS". EACH BOARD MEMBER IS ALLOTTED \$25,000 TO FUND CONTRIBUTIONS TO CHARITIES OF HIS OR HER CHOICE. TO FACILITATE THESE CONTRIBUTIONS, \$150,000 WAS CONTRIBUTED TO THE PHILADELPHIA FOUNDATION (A DONOR-ADVISED FUND), WITH EACH INDEPENDENT BOARD MEMBER HAVING ADVISORY PRIVILEGES OVER THEIR ALLOTTED SHARE. THE LENFEST FOUNDATION HAS NO KNOWLEDGE OF HOW EACH BOARD MEMBER ADVISES THE DONOR ADVISED FUND TO CONTRIBUTE THEIR SHARE OF THIS CONTRIBUTION. THIS CONTRIBUTION HAS BEEN TREATED AS A "QUALIFYING DISTRIBUTION". THIS ARRANGEMENT IS NOT COMPENSATORY IN NATURE - THE BOARD MEMBERS DO NOT HAVE THE OPTION OF BEING PAID THESE FUNDS AS COMPENSATION. IT IS SIMPLY AN ARRANGEMENT TO PERMIT BOARD MEMBERS TO FUND CHARITIES OF THEIR OWN CHOOSING WITHOUT HAVING TO HAVE THESE CONTRIBUTIONS APPROVED BY THE BOARD. IN THE FISCAL YEAR ENDED 6/30/2016, THIS \$150,000 WAS APPROXIMATELY 1.5% OF THE GRANTS PAID OUT BY THIS FOUNDATION.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 18

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GRAHAME RICHARDS TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	SECRETARY 2.00	0.	0.	0.
STACY HOLLAND TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	EXECUTIVE DIRECTOR 20.00	186,778.	8,684.	0.
KEITH L. LEAPHART TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	CHAIRMAN, DIRECTOR 1.00	0.	0.	0.
H.F. (GERRY) LENFEST TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	DIRECTOR 5.00	0.	0.	0.
MARGUERITE LENFEST TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	PRESIDENT, DIRECTOR 3.00	0.	0.	0.
JOY TARTAR 5 TOWER BRIDGE, 300 BARR HARBOR DR., STE. 460 WEST CONSHOHOCKEN, PA 19428	TREASURER, CFO 5.00	0.	0.	0.
JOSEPH HUBER TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	VICE CHAIRMAN, DIRECTOR 1.00	0.	0.	0.
DANIEL R. PORTERFIELD TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800 PHILADELPHIA, PA 19103	DIRECTOR 1.00	0.	0.	0.

THE LENFEST FOUNDATION, INC.

23-3031350

NADYA K. SHMAVONIAN
TWO LOGAN SQUARE 100 N. 18TH ST.
STE. 800
PHILADELPHIA, PA 19103

DIRECTOR

1.00

0.

0.

0.

JEFFREY A. BEACHELL
TWO LOGAN SQUARE 100 N. 18TH ST.
STE. 800
PHILADELPHIA, PA 19103

DIRECTOR

1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

186,778.

8,684.

0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 19

ACTIVITY ONE

THE FOUNDATION IS A PRIVATE NON-OPERATING FOUNDATION, AND AS SUCH, ITS PRIMARY ACTIVITY IS TO MAKE GRANTS OR CONTRIBUTIONS TO OTHER 501(C)(3) ORGANIZATIONS, PRINCIPALLY TO PUBLIC CHARITIES. THE FOUNDATION HAS OBTAINED IRS RULINGS APPROVING ITS SCHOLARSHIP PROGRAMS THAT WERE INITIATED IN ITS FISCAL YEAR ENDED 6/30/2002. THE SCHOLARSHIP PROGRAMS ARE DIRECTLY OPERATED BY THE FOUNDATION IN ACCORDANCE WITH THE REQUIREMENTS OF THE RULING LETTERS. SEE PART XV QUESTION 3A AND ALSO AN ATTACHMENT WITH A MORE DETAILED EXPLANATION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 20

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE LENFEST FOUNDATION
TWO LOGAN SQUARE 100 N. 18TH ST. STE. 800
PHILADELPHIA, PA 19103

TELEPHONE NUMBER

215-239-9003

FORM AND CONTENT OF APPLICATIONS

INSTRUCTIONS RELATING TO WHAT INFORMATION TO INCLUDE WITH YOUR APPLICATION IS INCLUDED IN THE "GRANTMAKING" SECTION OF THE WEBSITE, OR CAN BE OBTAINED BY SUBMITTING A REQUEST TO THE FOUNDATION.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE WEBSITE LISTS "AREAS OF NON-SUPPORT" WHICH INCLUDE DISEASE RESEARCH, PROGRAMS DEALING WITH HEALTH OR DISABILITIES, POLITICAL ORGANIZATIONS, LITIGATION, PUBLICATIONS, UNIVERSITY PRESSES, STUDIES LACKING ACTION PLANS FOR UTILIZATION, PARTIES, CONFERENCES, FAIRS, FESTIVALS AND OTHERS. ALSO, THE FOUNDATION DOES NOT PURCHASE TICKETS, TABLES, ADS OR SPONSORSHIPS.

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER EQUIPMENT	12/01/99	SL	5.00		16	5,367.				5,367.	5,367.		0.	5,367.
2	OFFICE EQUIPMENT	12/01/99	SL	5.00		16	15,710.				15,710.	15,710.		0.	15,710.
3	DELL LAPTOP COMPUTER	07/11/00	SL	5.00		16	3,219.				3,219.	3,219.		0.	3,219.
4	BOOKCASES AND TABLES	08/14/00	SL	5.00		16	3,747.				3,747.	3,747.		0.	3,747.
5	FURNITURE & FIXTURES	10/01/01	SL	5.00		16	70,815.				70,815.	70,815.		0.	70,815.
6	LEASEHOLD IMPROVEMENTS	10/01/01	SL	5.00		16	108,820.				108,820.	108,820.		0.	108,820.
7	COMPUTERS/SERVER	10/01/01	SL	5.00		16	13,053.				13,053.	13,053.		0.	13,053.
8	COMPUTER SOFTWARE - FIREWALL	10/01/01	SL	5.00		16	1,053.				1,053.	1,053.		0.	1,053.
9	COPIER MACHINE	10/01/01	SL	5.00		16	9,075.				9,075.	9,075.		0.	9,075.
10	COMPUTER EQUIPMENT	06/30/05	SL	5.00		16	10,516.				10,516.	10,516.		0.	10,516.
11	LEASEHOLD IMPROVEMENTS	07/01/06	SL	1.50		16	12,600.				12,600.	12,600.		0.	12,600.
	LESS DEPRECIATION ALLOCATED TO RELATED FOUNDATIONS			.000	HY	16									
13	COMPUTER EQUIPMENT	06/26/09	SL	5.00		16	4,433.				4,433.	4,433.		0.	4,433.
14	COMPUTER EQUIPMENT	04/19/10	SL	5.00		16	4,797.				4,797.	4,797.		0.	4,797.
15	FURNITURE & FIXTURES	03/07/13	SL	7.00		16	1,204.				1,204.	473.		172.	645.
16	LEASEHOLD IMPROVEMENTS	12/03/12	SL	15.00		16	7,277.				7,277.	1,213.		485.	1,698.
17	COMPUTER EQUIPMENT	03/13/13	SL	5.00		16	14,618.				14,618.	8,042.		2,924.	10,966.
18	COMPUTER SOFTWARE	03/13/13	SL	3.00		16	789.				789.	723.		66.	789.

528111 04-01-15

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

990-066

990-066

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
AARP Foundation Experience Corps 1709 Benjamin Franklin Pkwy. 8th Floor Philadelphia, PA 19103 <i>Expansion of literacy tutoring and mentoring program serving kindergarten through third grade</i> \$20,000 00 2016	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
Academy of Natural Sciences of Philadelphia 1900 Benjamin Franklin Parkway Philadelphia, PA 19103-1195 <i>Women in Natural Sciences (WINS) Program</i> \$20,000 00 2016	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
After School Activities Partnerships 1520 Locust Street Suite 1104 Philadelphia, PA 19102 <i>Middle-School Club Programs</i> \$150,000 00 2015	501c(3)	\$ -	\$ 75,000	-	\$ 75,000	\$ -
Alumni & Friends of Powel School c/o Powelton Village Civic Association P.O. Box 7616 Philadelphia, PA 19101-7616 <i>Support of literacy professional development activities for the staff at Samuel Powel Elementary School</i> \$10,000 00 2016		\$ -	\$ 10,000	-	\$ 10,000	\$ -
Art-Reach, Inc. 1501 Cherry Street Philadelphia, PA 19102 <i>Art-Reach Core Programming</i> \$10,000.00 2016	501c(3)	\$ -	\$ 10,000	-	\$ 10,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Artwell 100 W. Oxford Street Philadelphia, PA 19122 <i>Art of Growing Leaders</i> \$200,000.00 2016		\$ 100,000	\$ 100,000	-	\$ 100,000	\$ 100,000
Bicycle Coalition of Greater Philadelphia 1500 Walnut Street - Suite 1107 Philadelphia, PA 19102 <i>Cadence Youth Cycling program</i> \$5,000.00 2016	501c(3)	\$ -	\$ 5,000	-	\$ 5,000	\$ -
Bournelyf Special Camp 1066 South New Street West Chester, PA 19382 <i>2016 Summer Camps</i> \$10,000.00 2016	501c(3)	\$ -	\$ 10,000	-	\$ 10,000	\$ -
Boys and Girls Club of Philadelphia 1518 Walnut Street, Suite 712 Philadelphia, PA 19102 <i>Middle School Out-of-School Time Program</i> \$200,000.00 2016		\$ -	\$ 200,000	-	\$ 200,000	\$ -
Boys' Latin of Philadelphia Charter School 5501 Cedar Avenue Philadelphia, PA 19143 <i>Extended day activities for middle school students</i> \$100,000.00 2016		\$ -	\$ 100,000	-	\$ 100,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Bucks for Kids	501c(3)	\$ -	\$ 5,000	-	\$ 5,000	\$ -
25 North Main Street Doylestown, PA 18901 <i>general operating support</i> 2016						
Building 21 (via New Venture Fund)	501c(3)	\$ -	\$ 500,000	-	\$ 250,000	\$ 250,000
2000 N. 7th Street Philadelphia, PA 19122 <i>Building 21 Pathways</i> \$500,000.00 2016						
Caring People Alliance	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
8 Penn Center 1628 JFK Boulevard - Suite 800 Philadelphia, PA 19103 <i>2016 Summer Camp</i> \$20,000.00 2016						
Chester County Futures	501c(3)	\$ -	\$ 10,000	-	\$ 10,000	\$ -
704 Haywood Drive Exton, PA 19341 <i>Grade 7-12 programs</i> \$10,000.00 2016						
Children are the Greatest	\$ -	\$ -	\$ 15,000	-	\$ 15,000	\$ -
33 Devon Drive Newtown Square, PA 19073 <i>DRUMBEAT</i> <i>Growth Fund</i> \$15,000.00 2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Children's Scholarship Fund Philadelphia						
100 South Broad Street - Suite 1200 Philadelphia, PA 19110 <i>Campaign for Scholarships</i> \$1,000,000.00 2011	501c(3)	\$ 200,000	\$ -	-	\$ 200,000	\$ -
Chipping Hill Micro Farms, Inc.						
#3 Springhouse Lane Blue Bell, PA 19422 <i>general operating support</i> \$10,000.00 2016	501c(3)	\$ -	\$ 10,000	-	\$ 10,000	\$ -
Philadelphia Mural Arts Advocates						
1727-29 Mount Vernon Street Philadelphia, PA 19130 <i>The Guild (Restorative Justice)</i> \$250,000.00 2016	501c(3)	\$ 166,666	\$ 83,334	-	\$ 20,000	\$ 230,000
City Year Greater Philadelphia						
211 North 13th Street - Suite 100 Philadelphia, PA 19107 <i>Whole School Whole Child</i> \$750,000.00 2011	501c(3)	\$ 150,000	\$ -	-	\$ 150,000	\$ -
Congreso de Latinos Unidos, Inc.						
216 West Somerset Street Philadelphia, PA 19133 <i>operating support</i> \$500,000.00 2014	501c(3)	\$ 250,000	\$ -	-	\$ 250,000	\$ -
Cradle of Liberty Council, Boy Scouts of America						
1485 Valley Forge Road Wayne, PA 19087 <i>Scoutreach Summer camp</i> \$25,000.00 2016	501c(3)	\$ -	\$ 25,000	-	\$ 25,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Cradles to Crayons	501c(3)	\$ 10,000	\$ 10,000	-	\$ 10,000	\$ 10,000
P.O. 799						
Conshohocken, PA 19428-0799						
<i>Everyday Essentials program</i>						
\$30,000.00						
2015						
Drexel University	509a(1)	\$ 1,500,000	\$ -	-	\$ 500,000	\$ 1,000,000
University and Community Partnerships						
Suite 103, Main Building						
Philadelphia, PA 19104						
<i>early childhood education and out of</i>						
<i>school time programs in the Mantua and</i>						
<i>Powelton Village neighborhoods</i>						
\$2,500,000.00						
2013						
ESF Dream Camp Foundation		\$ -	\$ 10,000	-	\$ 10,000	\$ -
750 E. Haverford Road						
Bryn Mawr, PA 19010						
<i>The Game Changer Initiative</i>						
\$10,000 00						
2015						
First Person Arts		\$ -	\$ 20,000	-	\$ 20,000	\$ -
443 W. Girard Avenue - #2C						
Philadelphia, PA 19123						
<i>BEyond Expectations. Engaging Males of</i>						
<i>Color</i>						
\$20,000.00						
2016						
Franklin & Marshall College	509a(1)	\$ 200,000	\$ -	-	\$ 100,000	\$ 100,000
P.O. Box 3003						
Lancaster, PA 17604-3003						
<i>Pennsylvania College Advising Corps</i>						
\$300,000 00						
2014						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Free Library of Philadelphia Foundation 1901 Vine Street Philadelphia, PA 19103-1189 <i>Read! by 4th Program</i> \$450,000.00 2015	501c(3)	\$ -	\$ -	\$ 300,000	\$ 150,000	\$ 150,000
Free Library of Philadelphia Foundation 1901 Vine Street Philadelphia, PA 19103-1189 <i>2016 One Book, Philadelphia, "Cold Mountain"</i> \$25,000.00 2016	501c(3)	\$ -	\$ 25,000	\$ -	\$ 25,000	\$ -
The Fund for the School District of Philadelphia c/o Duane Morris 30 S. 17th Street, 11th Floor Philadelphia, PA 19103 <i>Early Literacy K-3 Instruction Project</i> \$4,500,000.00 2015		\$ 2,500,000	\$ 2,000,000	\$ -	\$ 2,000,000	\$ 2,500,000
The Fund for the School District of Philadelphia c/o Duane Morris 30 S. 17th Street, 11th Floor Philadelphia, PA 19103 <i>Management support for the Superintendent of the School District of Philadelphia</i> \$100,000 00 2015		\$ -	\$ 100,000	\$ -	\$ 100,000	\$ -
Girl Scouts of Eastern Pennsylvania P.O. Box 27540 Philadelphia, PA 19118 <i>2016 Summer Camp</i> \$30,000 00 2016	501c(3)	\$ -	\$ 30,000	\$ -	\$ 30,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Greene Street Friends School						
5511 Greene Street		\$ -	\$ 30,000	-	\$ 15,000	\$ 15,000
Philadelphia, PA 19144						
<i>Horizons Philadelphia Program</i>						
\$15,000.00						
2016						
Greene Street Friends School						
5511 Greene Street		\$ -	\$ 15,000	-	\$ 15,000	\$ -
Philadelphia, PA 19144						
<i>Horizons -</i>						
\$15,000.00						
2016						
GreenLight Fund						
1501 Cherry Street		\$ 67,000	\$ 67,000	-	\$ 67,000	\$ 67,000
Philadelphia, PA 19102						
\$201,000 00						
2015						
iPraxis						
3624 Market Street		\$ -	\$ 170,000	-	\$ 95,000	\$ 75,000
5th Floor East						
Philadelphia, PA 19104						
<i>iPraxis Out of School Time STEM</i>						
<i>Enrichment Program</i>						
\$170,000.00						
2016						
JEVS Human Services	501c(3)					
1845 Walnut Street		\$ 150,000	\$ 150,000	-	\$ 150,000	\$ 150,000
7th Floor						
Philadelphia, PA 19103-4707						
<i>The Choice is Yours</i>						
\$300,000.00						
2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose

	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Juvenile Law Center		\$ -	\$ 78,000	-	\$ 78,000	\$ -
1315 Walnut Street						
Suite 400						
Philadelphia, PA 19107						
Identify and Remove Barriers to Family -						
Sustaining Careers						
\$156,000.00						
2015						
KIPP Administrative Services		\$ 75,000	\$ 75,000	-	\$ 75,000	\$ 75,000
Corporation						
5900 Baltimore Avenue, #206						
Philadelphia, PA 19143						
KIPP Middle School enrichment						
programming						
\$150,000.00						
2016						
Legacy Youth Tennis and Education	501c(3)	\$ -	\$ 135,000	-	\$ 75,000	\$ 60,000
4842 Ridge Avenue						
Philadelphia, PA 19129-1737						
Changing the Game Philadelphia						
\$135,000.00						
2016						
The Mann Center for the Performing Arts	501c(3)	\$ -	\$ 25,000	-	\$ 25,000	\$ -
123 South Broad Street						
Suite 815						
Philadelphia, PA 19109						
Access the Arts 2016						
\$25,000.00						
2016						
The Mayor's Fund for Philadelphia		\$ -	\$ 15,000	-	\$ 15,000	\$ -
City Hall, Room 708						
Philadelphia, PA 19107						
in support of Cites United for the						
convening held in Philadelphia, April,						
2015						
\$15,000.00						
2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
The Mayor's Fund for Philadelphia						
City Hall, Room 708		\$ -	\$ 20,000	\$ -	\$ 20,000	\$ -
Philadelphia, PA 19107						
<i>in support of School Supplies Campaign,</i>						
<i>Mayor's Office of Education</i>						
\$20,000.00						
2016						
Memphis Street Academy Charter School						
2950 Memphis Street		\$ -	\$ 7,500	\$ -	\$ 7,500	\$ -
Philadelphia, PA 19134						
<i>Philly ARTrepreneurs Club</i>						
\$7,500 00						
2016						
Mighty Writers						
1501 Christian Street		\$ -	\$ 75,000	\$ -	\$ 75,000	\$ -
Philadelphia, PA 19146-2112						
<i>Expansion and staff development for</i>						
<i>middle school writing programs</i>						
\$75,000.00						
2016						
Mom's House	501c(3)					
145 South Main Street		\$ -	\$ 5,000	\$ -	\$ 5,000	\$ -
Phoenixville, PA 19460						
<i>general operating support</i>						
\$5,000.00						
2016						
Mt. Airy USA						
6703 Germantown Avenue - Suite 200		\$ -	\$ 122,500	\$ -	\$ 122,500	\$ -
Philadelphia PA						
<i>Mt. Airy Reads</i>						
\$245,000.00						
2015						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Musicopia/Dancing Classrooms Philly	501c(3)	\$ -	\$ 75,000	-	\$ 75,000	\$ -
2001 Market Street - Suite 700 Philadelphia, PA 19103 <i>Musicopia String Orchestral/Dancing</i> <i>Classrooms Out-of-School Time Initiatives</i> \$75,000.00 2016						
National Nursing Centers Consortium	501c(3)	\$ 75,000	\$ 75,000	-	\$ 75,000	\$ 75,000
Centre Square East, 1500 Market Street Philadelphia, PA 19102 <i>Students Run Philly Style - Resiliency</i> <i>Curriculum Pilot Project</i> \$150,000.00 2016						
New Freedom Theatre, Inc.		\$ -	\$ 40,000	-	\$ 40,000	\$ -
1346 N. Broad Street Philadelphia, PA 19121 <i>Bridging the Gap Targeted Middle School</i> <i>Performing Arts Training</i> <i>Growth Fund</i> \$40,000.00 2016						
Opera Philadelphia		\$ -	\$ 40,000	-	\$ 40,000	\$ -
1420 Locust Street - Suite 210 Philadelphia, PA 19102 <i>Opera Philadelphia - Workforce Readiness</i> <i>Program</i> \$40,000.00 2016						
Opportunities Industrialization Center		\$ -	\$ 150,000	-	\$ 150,000	\$ -
DBA The Philadelphia OIC 1231 N. Broad Street Philadelphia, PA 19122 <i>The Philadelphia OIC Coding Boot Camp</i> \$150,000.00 2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Parkway Council Foundation	501c(3)	\$ 5,000	\$ 5,000	-	\$ 5,000	\$ 5,000
c/o Friends Select School						
17th & Benjamin Franklin Parkway						
Philadelphia, PA 19103						
<i>Parkway Museums District</i>						
\$15,000.00						
2015						
Penn Medicine Academy		\$ -	\$ 100,000	-	\$ 100,000	\$ -
Penn Medicine Center for Innovations & Learning						
Centre Square, 1500 Market Street, 9th Floor						
Philadelphia, PA 19102						
<i>Penn Medicine - Industry Pipeline</i>						
<i>Program</i>						
\$100,000.00						
2015						
The Pew Charitable Trusts	501c(3)	\$ 4,000,000	\$ -	-	\$ 1,500,000	\$ 2,500,000
901 E Street, NW						
10th Floor						
Washington, DC 20004						
<i>Lenfest Ocean Program</i>						
\$15,000,000.00						
2009						
Philadelphia Academies, Inc.	501c(3)	\$ -	\$ 350,000	-	\$ 100,000	\$ 250,000
1401 Walnut Street - 9th Floor						
Philadelphia, PA 19102						
<i>Career Academies Acceleration Project</i>						
\$350,000.00						
2016						
Philadelphia Athletics Youth Sports Association		\$ -	\$ 10,000	-	\$ -	\$ 10,000
4627 Cedar Avenue						
Philadelphia, PA 19143						
<i>2016 Improvements</i>						
\$10,000.00						
2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Philadelphia Clef Club of Jazz and Performing Arts 736-38 South Broad Street Philadelphia, PA 19146 <i>Music Education Program</i> \$50,000.00 2016		\$ -	\$ 50,000	-	\$ 50,000	\$ -
The Philadelphia Foundation 1234 Market Street - Suite 1800 Philadelphia, PA 19107-3794 <i>Lenfest Foundation Board Members Donor Advised Funds</i> \$150,000.00 2016	501c(3)	\$ -	\$ 150,000	-	\$ 150,000	\$ -
Philadelphia Futures for Youth 230 S Broad Street, 7th Floor Philadelphia, PA 19102 <i>Sponsor-A-Scholar Program</i> \$20,000.00 2016	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
Philadelphia Public School Notebook 699 Ransstead Street, 3rd Floor Philadelphia, PA 19106 <i>CTE Edition of the Annual High School Guide</i> \$35,000.00 2016		\$ -	\$ 35,000	-	\$ 35,000	\$ -
Philadelphia Young Playwrights 1219 Vinc Street - 3rd Floor Philadelphia, PA 19107 <i>Page to Stage Out-of-School Time Programs for Middle School Students</i> \$100,000.00 2016		\$ -	\$ 100,000	-	\$ 100,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Philadelphia Youth Basketball, Inc. c/o Ballard Spahr Attn: Kenny Holdsmen 1735 Market Street, 50th Floor Philadelphia, PA 19103 <i>Philadelphia Youth Basketball Planning Project</i> \$100,000.00 2015		\$ -	\$ 100,000	-	\$ 100,000	\$ -
Philadelphia Youth Network 400 Market Street - Suite 200 Philadelphia, PA 19106 <i>General Operating Support</i> \$250,000 00 2016	501c(3)	\$ -	\$ 250,000	-	\$ 250,000	\$ -
Philadelphia Youth Network 400 Market Street - Suite 200 Philadelphia, PA 19106 <i>WorkReady Summer 2016 Internship</i> \$100,000 00 2016	501c(3)	\$ -	\$ 100,000	-	\$ 100,000	\$ -
Philanthropy Roundtable 1120 20th Street NW - Suite 550 South Washington, DC 20036 <i>Economic Opportunity Program conference for CTE</i> \$50,000 00 2015	501c(3)	\$ -	\$ 25,000	-	\$ 25,000	\$ -
Providence Center 2635 N 4th Street Philadelphia, PA 19133 <i>Middle School SEL Program Growth Fund</i> \$35,000.00 2016		\$ -	\$ 35,000	-	\$ 35,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Public Citizens for Children and Youth						
1709 Benjamin Franklin Parkway - 6th Floor Philadelphia, PA 19103 <i>School Play</i> \$10,000 00 2016	501c(3)	\$ -	\$ 10,000	-	\$ 10,000	\$ -
Public Citizens for Children and Youth						
1709 Benjamin Franklin Parkway - 6th Floor Philadelphia, PA 19103 <i>Picasso Project</i> \$20,000 00 2016	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
Retired and Senior Volunteer Program						
901 East 8th Avenue - Suite 200 King of Prussia, PA 19406 <i>STEM tutoring program and Family Literacy Volunteer Program at Children's Village</i> \$12,000 00 2016	501c(3)	\$ -	\$ 12,000	-	\$ 12,000	\$ -
Salvation Army - Philadelphia						
701 N Broad Street Philadelphia, PA 19123 <i>2016 Summer Camp</i> \$30,000.00 2016	501c(3)	\$ -	\$ 30,000	-	\$ 30,000	\$ -
Southeast Asian Mutual Assistance Coalition (SEAMAAC)						
1711 S. Broad Street Philadelphia, PA 19148 <i>SEAMAAC's Hip Hop Heritage/Culinary Heritage at Taggart Growth Fund</i> \$35,000 00 2016		\$ -	\$ 35,000	-	\$ 35,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Spark Program, Inc.						
1501 Cherry Street Philadelphia, PA 19102 <i>Spark Philadelphia Accelerating Scale, Deepening Impact</i> \$220,000 00 2016		\$ 110,000	\$ 110,000	-	\$ 110,000	\$ 110,000
St. James School	501c(3)	\$ -	\$ 20,000	-	\$ 20,000	\$ -
3217 West Clearfield Street Philadelphia, PA 19132 <i>Founder's Grant, general operating support</i> \$20,000.00 2016						
Steppingstone Scholars, Inc.						
@ College of Education at Temple University Ritter Annex #455 1301 Cecil B Moore Ave Philadelphia, PA 19122 <i>Middle Grades Academy Investing in K-8 Neighborhood Public Schools</i> \$400,000 00 2016		\$ 200,000	\$ 200,000	-	\$ 200,000	\$ 200,000
Sunrise of Philadelphia						
907 Cantrell Street Philadelphia, PA 19148 <i>Jumpstart Supporting Successful Transitions</i> \$145,000 00 2016		\$ 72,500	\$ 72,500	-	\$ 72,500	\$ 72,500
Taller Puertorriqueno						
2721 N 5th Street Philadelphia, PA 19133 <i>Arts Education Programs for At Risk Youth (Advanced Cultural Exploration, ACE) Growth Fund</i> \$40,000 00 2016		\$ -	\$ 40,000	-	\$ 40,000	\$ -

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
TechGirlz Charitable Foundation		\$ -	\$ 38,000	\$ -	\$ 38,000	\$ -
239 Barker Road Wyncote, PA 19095 <i>Expanding TechGirlz Reach through new curriculum and training</i> \$38,000.00 2016						
TEDx Philadelphia		\$ -	\$ 10,000	\$ -	\$ 10,000	\$ -
c/o CultureWorks Greater Philadelphia 1315 Walnut Street, Suite 320 Philadelphia, PA 19107 <i>TedX Philadelphia 2015 And Justice for All</i> \$10,000.00 2016						
United Way of Greater Philadelphia and Southern New Jersey	501c(3)	\$ 100,000	\$ -	\$ -	\$ 100,000	\$ -
1709 Benjamin Franklin Parkway Philadelphia, PA 19103 <i>unrestricted grant</i> \$500,000.00 2012						
United Way of Greater Philadelphia and Southern New Jersey	501c(3)	\$ -	\$ 200,000	\$ -	\$ 100,000	\$ 100,000
1709 Benjamin Franklin Parkway Philadelphia, PA 19103 <i>Pre-K for PA Campaign</i> \$200,000.00 2016						
University City District		\$ 200,000	\$ 200,000	\$ -	\$ 200,000	\$ 200,000
3940 Chestnut Street Philadelphia, PA 19104 <i>West Philadelphia Skills Initiative Expansion</i> \$400,000.00 2016						

Schedule of Appropriations and Payments for the Fiscal Year ended 06/30/16

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
University City Science Center 3711 Market Street - Suite 800 Philadelphia, PA 19104 <i>STEAM Initiatives</i> \$200,000.00 2015		\$ 100,000	\$ 100,000	-	\$ 100,000	\$ 100,000
Yes and Collaborative Arts 21 W Washington Lane Philadelphia, PA 19144 <i>Empowering Middle School students with expanded arts education opportunities</i> \$35,000.00 2016		\$ -	\$ 35,000	-	\$ 35,000	\$ -
Philadelphia Youth For Change 1231 N. Broad Street - 5th Floor Philadelphia, PA 19122 <i>Customer Service in Excellence Training (CSET) Pipeline Project</i> \$540,000.00 2016	501c(3)	\$ 270,000	\$ 270,000	-	\$ 270,000	\$ 270,000
YWCA of Bucks County 2425 Trevoose Road Trevoose, PA 19053 <i>support of six YWCA Summer Camps</i> \$25,000.00 2016	501c(3)	\$ -	\$ 25,000	-	\$ 25,000	\$ -
Grand Totals (85 items)		<u>\$ 10,501,166</u>	<u>\$ 7,540,834</u>	<u>\$ 300,000</u>	<u>\$ 9,667,500</u>	<u>\$ 8,674,500</u>
Less Present Value Discounts for Future Grants		\$ (300,190)	\$ 204,217			\$ (95,973)
Total		<u><u>\$ 10,200,976</u></u>	<u><u>\$ 7,745,051</u></u>	<u><u>\$ 300,000</u></u>	<u><u>\$ 9,667,500</u></u>	<u><u>\$ 8,578,527</u></u>