

EXTENDED TO NOVEMBER 15, 2017
Return of Private Foundation

OMB No 1545-0052

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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.

2016

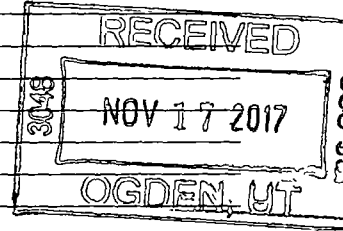
Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

| | | |
|---|--|--|
| Name of foundation PROJECT PERICLES INC. | | A Employer identification number 13-4097541 |
| Number and street (or P.O. box number if mail is not delivered to street address) 551 FIFTH AVENUE, SUITE 1910 | Room/suite | B Telephone number 212-986-4496 |
| City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10176-0899 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,625,458. | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> |

| 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 | | 1,957,525. | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | | |
| 3 Interest on savings and temporary cash investments | | 184. | 184. | 184. | STATEMENT 1 |
| 4 Dividends and interest from securities | | 23,981. | 23,981. | 23,981. | STATEMENT 2 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 6,514. | | | |
| b Gross sales price for all assets on line 6a 37,839. | | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 6,514. | | |
| 8 Net short-term capital gain | | | | 6,514. | |
| 9 Income modifications | | | | | |
| 10a Gross sales less returns and allowances | | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) | | | | | |
| 11 Other income | | | | | |
| 12 Total Add lines 1 through 11 | | 1,988,204. | 30,679. | 30,679. | |
| 13 Compensation of officers, directors, trustees, etc | | 171,797. | 17,180. | 17,180. | 154,617. |
| 14 Other employee salaries and wages | | 121,736. | 4,257. | 4,257. | 117,479. |
| 15 Pension plans, employee benefits | | 13,101. | 857. | 857. | 12,244. |
| 16a Legal fees | | | | | |
| b Accounting fees STMT 3 | | 10,405. | 1,041. | 1,041. | 9,364. |
| c Other professional fees | | | | | |
| 17 Interest | | | | | |
| 18 Taxes STMT 4 | | 22,606. | 1,886. | 1,886. | 20,720. |
| 19 Depreciation and depletion | | 717. | 0. | 0. | |
| 20 Occupancy | | 72,184. | 7,218. | 7,218. | 64,966. |
| 21 Travel, conferences, and meetings | | 17,081. | 0. | 0. | 17,081. |
| 22 Printing and publications | | 229. | 0. | 0. | 229. |
| 23 Other expenses STMT 5 | | 33,803. | 1,618. | 1,618. | 32,185. |
| 24 Total operating and administrative expenses Add lines 13 through 23 | | 463,659. | 34,057. | 34,057. | 428,885. |
| 25 Contributions, gifts, grants paid | | 34,500. | | | 34,500. |
| 26 Total expenses and disbursements Add lines 24 and 25 | | 498,159. | 34,057. | 34,057. | 463,385. |
| 27 Subtract line 26 from line 12. | | | | | |
| a Excess of revenue over expenses and disbursements | | 1,490,045. | | | |
| b Net investment income (if negative, enter -0-) | | | 0. | | |
| c Adjusted net income (if negative, enter -0-) | | | | 0. | |



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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 | | 58,117. | 82,036. | 82,036. | |
| | 2 | Savings and temporary cash investments | | 43,890. | 21,436. | 21,436. | |
| | 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 | | | 6,337. | 3,178. | 3,178. |
| | 10a | Investments - U.S. and state government obligations | | | | | |
| | b | Investments - corporate stock | | | | | |
| | c | Investments - corporate bonds | | | | | |
| | 11 | Investments - land, buildings, and equipment, basis ▶ | | | | | |
| | Less accumulated depreciation ▶ | | | | | | |
| 12 | Investments - mortgage loans | | | | | | |
| 13 | Investments - other | STMT 7 | | 0. | 1,489,515. | 1,501,150. | |
| 14 | Land, buildings, and equipment: basis ▶ | 14,235. | | | | | |
| | Less accumulated depreciation ▶ | 14,235. | | 717. | 0. | 0. | |
| 15 | Other assets (describe ▶ SECURITY DEPOSITS) | | | 17,658. | 17,658. | 17,658. | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | | 126,719. | 1,613,823. | 1,625,458. | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | | | |
| | 18 | Grants payable | | | | | |
| | 19 | Deferred revenue | | | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | | |
| | 21 | Mortgages and other notes payable | | | | | |
| | 22 | Other liabilities (describe ▶ STATEMENT 8) | | | 0. | 11,219. | |
| | 23 | Total liabilities (add lines 17 through 22) | | | 0. | 11,219. | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | | | |
| | 24 | Unrestricted | | 38,462. | 17,175. | | |
| | 25 | Temporarily restricted | | 88,257. | 85,429. | | |
| | 26 | Permanently restricted | | | 1,500,000. | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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 | | | 126,719. | 1,602,604. | | |
| 31 | Total liabilities and net assets/fund balances | | | 126,719. | 1,613,823. | | |

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 | 126,719. |
| 2 | Enter amount from Part I, line 27a | 2 | 1,490,045. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 | Add lines 1, 2, and 3 | 4 | 1,616,764. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6 | 5 | 14,160. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 1,602,604. |

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 TIAA-EQUITY MUTUAL FUNDS | P | 11/09/16 | 11/10/16 |
| b TIAA-FIXED INCOME MUTUAL FUNDS | P | 11/09/16 | 11/10/16 |
| c TIAA-CAPITAL GAIN DISTRIBUTIONS | P | | |
| d | | | |
| e | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 12,116. | | 12,125. | -9. |
| b 18,925. | | 19,200. | -275. |
| c 6,798. | | | 6,798. |
| d | | | |
| e | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (j) F.M.V. as of 12/31/69 | (k) Adjusted basis as of 12/31/69 | (l) Excess of col. (i) over col. (j), if any | |
| a | | | -9. |
| b | | | -275. |
| c | | | 6,798. |
| d | | | |
| e | | | |

| | | | |
|---|---|---|--------|
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | 2 | 6,514. |
| 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 | 6,514. |

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)) |
|---|---------------------------------------|---|--|
| 2015 | 483,265. | 177,761. | 2.718622 |
| 2014 | 528,660. | 158,027. | 3.345378 |
| 2013 | 498,774. | 113,594. | 4.390848 |
| 2012 | 498,010. | 71,684. | 6.947296 |
| 2011 | 404,598. | 96,484. | 4.193421 |

| | | |
|--|---|------------|
| 2 Total of line 1, column (d) | 2 | 21.595565 |
| 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 | 4.319113 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | 4 | 1,597,034. |
| 5 Multiply line 4 by line 3 | 5 | 6,897,770. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 0. |
| 7 Add lines 5 and 6 | 7 | 6,897,770. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 463,385. |

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

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

| | | | |
|----|---|----|----|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 0. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | 0. |
| 3 | Add lines 1 and 2 | 3 | 0. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | 0. |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 0. |
| 6 | Credits/Payments: | | |
| a | 2016 estimated tax payments and 2015 overpayment credited to 2016 | 6a | |
| b | Exempt foreign organizations - tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 0. |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 0. |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | |
| 11 | Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | |

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address PROJECTPERICLES.ORG
14 The books are in care of PROJECT PERICLES INC. Telephone no. 212-986-4496
Located at 551 FIFTH AVENUE, SUITE 1910, NEW YORK, NY ZIP+4 10176-0899
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?
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?
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?
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

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? Yes No
 If "Yes" to 6b, file Form 8870

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**

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 9 | | 171,797. | 6,872. | 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 |
|---|---|------------------|---|---------------------------------------|
| GARRET BATTEN 551 FIFTH AVENUE, NEW YORK, NY 10176 | ASSISTANT DIRECTOR 40.00 | 85,144. | 3,406. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 0

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

| | | | |
|---|--|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 133,400. |
| b | Average of monthly cash balances | 1b | 1,487,954. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 1,621,354. |
| 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 | 1,621,354. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 24,320. |
| 5 | Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,597,034. |
| 6 | Minimum investment return . Enter 5% of line 5 | 6 | 79,852. |

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

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 | 463,385. |
| 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 | 463,385. |
| 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 | 463,385. |

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)

N/A

| | (a) Corpus | (b) Years prior to 2015 | (c) 2015 | (d) 2016 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only | | | | |
| b Total for prior years: | | | | |
| 3 Excess distributions carryover, if any, to 2016: | | | | |
| a From 2011 | | | | |
| b From 2012 | | | | |
| c From 2013 | | | | |
| d From 2014 | | | | |
| e From 2015 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ | | | | |
| a Applied to 2015, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | | | |
| d Applied to 2016 distributable amount | | | | |
| e Remaining amount distributed out of corpus | | | | |
| 5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | | | |
| e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr. | | | | |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 | | | | |
| 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) | | | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 | | | | |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a | | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2012 | | | | |
| b Excess from 2013 | | | | |
| c Excess from 2014 | | | | |
| d Excess from 2015 | | | | |
| e Excess from 2016 | | | | |

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

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 2016, enter the date of the ruling

05/10/00

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

| Tax year | Prior 3 years | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2016 | (b) 2015 | (c) 2014 | (d) 2013 | |
| 0. | 0. | 0. | 0. | 0. |

b 85% of line 2a

| | | | | |
|----|----|----|----|----|
| 0. | 0. | 0. | 0. | 0. |
|----|----|----|----|----|

c Qualifying distributions from Part XII, line 4 for each year listed

| | | | | |
|----------|----------|----------|----------|------------|
| 463,385. | 483,265. | 528,660. | 498,774. | 1,974,084. |
|----------|----------|----------|----------|------------|

d Amounts included in line 2c not used directly for active conduct of exempt activities

| | | | | |
|----|----|----|----|----|
| 0. | 0. | 0. | 0. | 0. |
|----|----|----|----|----|

e Qualifying distributions made directly for active conduct of exempt activities.

| | | | | |
|----------|----------|----------|----------|------------|
| 463,385. | 483,265. | 528,660. | 498,774. | 1,974,084. |
|----------|----------|----------|----------|------------|

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

| | | | | |
|------------|----------|---------|---------|------------|
| 1,625,458. | 126,719. | 71,989. | 92,179. | 1,916,345. |
|------------|----------|---------|---------|------------|

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

| | | | | |
|--|--|--|--|----|
| | | | | 0. |
|--|--|--|--|----|

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

| | | | | |
|---------|--------|--------|--------|---------|
| 53,235. | 5,925. | 5,267. | 3,787. | 68,214. |
|---------|--------|--------|--------|---------|

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

| | | | | |
|--|--|--|--|----|
| | | | | 0. |
|--|--|--|--|----|

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

| | | | | |
|--|--|--|--|----|
| | | | | 0. |
|--|--|--|--|----|

(3) Largest amount of support from an exempt organization

| | | | | |
|--|--|--|--|----|
| | | | | 0. |
|--|--|--|--|----|

(4) Gross investment income

| | | | | |
|--|--|--|--|----|
| | | | | 0. |
|--|--|--|--|----|

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|------------------------------------|----------------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| ALLEGHENY COLLEGE 520 NORTH MAIN STREET MEADVILLE, PA 16335 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 2,500. |
| BATES COLLEGE 2 ANDREWS ROAD LEWISTON, ME 04240 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 1,500. |
| BATES COLLEGE 2 ANDREWS ROAD LEWISTON, ME 04240 | | PUBLIC | CIVIC ENGAGEMENT AND WELLNESS | 1,000. |
| CARLETON COLLEGE 1 NORTH COLLEGE STREET NORTHFIELD, MN 55057 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 2,000. |
| CHATHAM UNIVERSITY MELLON CENTER, 2ND FL, 1 WOODLAND ROAD PITTSBURGH, PA 15232 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 1,500. |
| Total | | | SEE CONTINUATION SHEET(S) | 34,500. |
| b Approved for future payment | | | | |
| NONE | | | | |
| Total | | | | 0. |

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Employer identification number

PROJECT PERICLES INC.

13-4097541

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

PROJECT PERICLES INC.

13-4097541

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|---|----------------------------|--|
| 1 | EUGENE M. LANG FOUNDATION 912 FIFTH AVENUE, ROOM 4B NEW YORK, NY 10021 | \$ 1,750,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | CARNEGIE CORPORATION OF NEW YORK 437 MADISON AVENUE NEW YORK, NY 10022 | \$ 25,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 3 | SPENCER FOUNDATION 625 N MICHIGAN AVENUE CHICAGO, IL 60611 | \$ 40,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 4 | ATHUR VINING DAVIS FOUNDATIONS 225 WATER ST#1510 JACKSONVILLE, FL 32202 | \$ 50,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

| | |
|--|---|
| Name of organization PROJECT PERICLES INC. | Employer identification number 13-4097541 |
|--|---|

Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions) | (d) Date received |
|------------------------------|--|--|----------------------|
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |
| | | \$ _____ | |

| | |
|--|---|
| Name of organization PROJECT PERICLES INC. | Employer identification number 13-4097541 |
|--|---|

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

| | | | |
|---|---------------------|--|-------------------------------------|
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|--------------------------|-----------------------------|---------------------------------|-------------------------------|
| JPMORGAN CHASE - SAVINGS | 46. | 46. | 46. |
| TIAA | 138. | 138. | 138. |
| TOTAL TO PART I, LINE 3 | 184. | 184. | 184. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| TIAA | 23,981. | 0. | 23,981. | 23,981. | 23,981. |
| TO PART I, LINE 4 | 23,981. | 0. | 23,981. | 23,981. | 23,981. |

FORM 990-PF ACCOUNTING FEES STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES | 10,405. | 1,041. | 1,041. | 9,364. |
| TO FORM 990-PF, PG 1, LN 16B | 10,405. | 1,041. | 1,041. | 9,364. |

FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| PAYROLL TAXES | 22,606. | 1,886. | 1,886. | 20,720. |
| TO FORM 990-PF, PG 1, LN 18 | 22,606. | 1,886. | 1,886. | 20,720. |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT | 5 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| INSURANCE | 2,899. | 0. | 0. | 2,899. | |
| STATIONARY & SUPPLIES | 337. | 0. | 0. | 337. | |
| WEBSITE, INTERNET & TELEPHONE | 5,015. | 0. | 0. | 5,015. | |
| POSTAGE | 269. | 0. | 0. | 269. | |
| MISCELLANEOUS | 2,001. | 0. | 0. | 2,001. | |
| MEMBERSHIP, DUES AND SUBSCRIPTIONS | 636. | 0. | 0. | 636. | |
| D4D LETTER TO ELECTED OFFICIALS | 2,500. | 0. | 0. | 2,500. | |
| CREATING COHESIVE PATH TO CONVENING | 243. | 0. | 0. | 243. | |
| D4D ON THE ROAD WORKSHOPS | 18,085. | 0. | 0. | 18,085. | |
| BT TO P | 200. | 0. | 0. | 200. | |
| CUSTODIAL FEES | 1,618. | 1,618. | 1,618. | 0. | |
| TO FORM 990-PF, PG 1, LN 23 | 33,803. | 1,618. | 1,618. | 32,185. | |

| FORM 990-PF | OTHER DECREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 6 |
|--|--|-----------|---|
| DESCRIPTION | | AMOUNT | |
| PREPAID EXPENSES INCLUDED ON CASH BASIS RETURN | | 3,159. | |
| ACCRUED VACATION NOT INCLUDED ON CASH BASIS RETURN | | 11,001. | |
| TOTAL TO FORM 990-PF, PART III, LINE 5 | | 14,160. | |

| FORM 990-PF | OTHER INVESTMENTS | | STATEMENT | 7 |
|--|---------------------|------------|----------------------|---|
| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE | |
| TIAA - EQUITY MUTUAL FUNDS | FMV | 1,161,868. | 1,184,031. | |
| TIAA - FIXED INCOME MUTUAL FUNDS | FMV | 327,647. | 317,119. | |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 1,489,515. | 1,501,150. | |

| FORM 990-PF | OTHER LIABILITIES | STATEMENT | 8 |
|--|-------------------|------------|------------|
| DESCRIPTION | | BOY AMOUNT | EOY AMOUNT |
| ACCRUED VACATION | | 0. | 11,001. |
| OTHER PAYABLES - CREDIT CARD | | 0. | 218. |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | | 0. | 11,219. |

| FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT | 9 |
|-------------|---|-----------|---|
|-------------|---|-----------|---|

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|---|-----------------------------|-------------------|------------------------------|--------------------|
| JAN R LISS PROJECT PERICLES, 551 FIFTH AVENUE SUITE 1910 NEW YORK, NY 10176 | EXECUTIVE DIRECTOR 40.00 | 171,797. | 6,872. | 0. |
| ALISON R BERNSTEIN (THRU MAY 2016) RUTGERS UNIVERSITY, 162 RYDERS LANE NEW BRUNSWICK, NJ 08901 | TREASURER 0.00 | 0. | 0. | 0. |
| DAVID A CAPUTO (EFF JUNE 2016) PROJECT PERICLES, 551 FIFTH AVENUE SUITE 1910 NEW YORK, NY 10176 | TREASURER 0.00 | 0. | 0. | 0. |
| JANET DICKERSON STEPHENS PROJECT PERICLES, 551 FIFTH AVENUE SUITE 1910 NEW YORK, NY 10176 | DIRECTOR 0.00 | 0. | 0. | 0. |
| RICHARD EKMAN COUNCIL OF INDEPENDENT COLLEGES, ONE DUPONT CIRCLE, SUITE 320 WASHINGTON, DC 20036 | VICE CHAIR 0.00 | 0. | 0. | 0. |
| NEIL R GRABOIS PROJECT PERICLES, 551 FIFTH AVENUE SUITE 1910 NEW YORK, NY 10176 | CHAIR 0.00 | 0. | 0. | 0. |

| | | | | |
|---|------------------|----------|--------|----|
| LEO M LAMBERT ELON UNIVERSITY, 2185 CAMPUS BOX ELON, NC 27244 | DIRECTOR 0.00 | 0. | 0. | 0. |
| ARTHUR LEVINE WOODROW WILSON NATL FELLOWSHIP FDN, PO BOX 5281 PRINCETON, NJ 08543 | DIRECTOR 0.00 | 0. | 0. | 0. |
| MICHAEL S MCPHERSON SPENCER FOUNDATION, 625 N MICHIGAN AVENUE SUITE 1600 CHICAGO, IL 60611 | DIRECTOR 0.00 | 0. | 0. | 0. |
| RICHARD GUARASCI WAGNER COLLEGE, 1 CAMPUS ROAD, STATEN ISLAND NEW YORK, NY 10301 | DIRECTOR 0.00 | 0. | 0. | 0. |
| STEVEN G POSKANZER CARLETON COLLEGE, 1 NORTH COLLEGE STREET NORTHFIELD, MN 55057 | DIRECTOR 0.00 | 0. | 0. | 0. |
| HARRIS L WOFFORD PROJECT PERICLES, 551 FIFTH AVENUE SUITE 1910 NEW YORK, NY 10176 | DIRECTOR 0.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 171,797. | 6,872. | 0. |

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 10

ACTIVITY ONE

PROJECT PERICLES IS A NOT-FOR-PROFIT ORGANIZATION THAT ENCOURAGES AND FACILITATES COMMITMENTS BY COLLEGES AND UNIVERSITIES TO INCLUDE SOCIAL RESPONSIBILITY AND PARTICIPATORY CITIZENSHIP AS ESSENTIAL ELEMENTS OF THEIR EDUCATIONAL PROGRAMS. PROJECT PERICLES WORKS DIRECTLY WITH ITS MEMBER INSTITUTIONS AS THEY INDIVIDUALLY AND COLLABORATIVELY DEVELOP MODEL CIVIC ENGAGEMENT PROGRAMS IN THEIR CLASSROOMS, ON THEIR CAMPUSES AND IN THEIR COMMUNITIES. OUR PERICLEAN COLLEGES AND UNIVERSITIES ARE EACH IMPLEMENTING A UNIQUE PROGRAM OF CURRICULAR AND CO-CURRICULAR INITIATIVES THAT PREPARE AND ENCOURAGE STUDENTS TO BECOME RESPONSIBLE CITIZENS. THESE INITIATIVES

INCLUDE OUR SIGNATURE PROGRAMS: THE CIVIC ENGAGEMENT COURSE (CEC) PROGRAM, DEBATING FOR DEMOCRACY (D4D) PROGRAM, AND THE PERICLEAN FACULTY LEADERSHIP (PFL) PROGRAM.

EXPENSES

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

185,354.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 11

ACTIVITY TWO

DEBATING FOR DEMOCRACY IS A DISTINCTIVE CAMPUS-BASED CO-CURRICULAR PROGRAM THAT REPRESENTS THE MISSION OF PROJECT PERICLES IN ACTION. ON EACH CAMPUS PERICLEAN STUDENTS RESEARCH, DEVELOP, AND ADVOCATE THEIR OPINIONS AND POSITIONS ON CURRENT PUBLIC POLICY ISSUES. THE D4D NATIONAL CONFERENCE BRINGS TOGETHER STUDENT REPRESENTATIVES FROM ALL PERICLEAN CAMPUSES TO PARTICIPATE IN A SERIES OF EDUCATIONAL ACTIVITIES WITH LEADING FIGURES IN CIVIC ENGAGEMENT, EDUCATION, GOVERNMENT, AND SOCIAL ENTREPRENEURSHIP. A HIGHLIGHT OF THE CONFERENCE IS THE D4D LEGISLATIVE HEARING IN WHICH STUDENTS PRESENT AND DEFEND THEIR ORIGINAL LEGISLATIVE PROPOSALS TO CURRENT AND FORMER GOVERNMENT OFFICIALS. D4D ON THE ROAD BRINGS ADVOCACY EXPERTS TO PERICLEAN CAMPUSES TO DELIVER WORKSHOPS DESIGNED TO EMPOWER AND PREPARE STUDENTS, FACULTY, AND COMMUNITY MEMBERS TO WORK WITHIN OUR DEMOCRATIC PROCESSES TO IMPROVE THE CONDITION OF SOCIETY.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

185,354.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 12

ACTIVITY THREE

CREATING COHESIVE PATHS TO CIVIC ENGAGEMENT IS A CUTTING EDGE RESEARCH PROJECT TO ENHANCE OUR DELIVERY OF CIVIC ENGAGEMENT AND SOCIAL RESPONSIBILITY OPPORTUNITIES TO STUDENTS IN ALL MAJORS AND WILL SIGNIFICANTLY INCREASE THE REACH OF CIVIC ENGAGEMENT PROGRAMMING ACROSS THE CURRICULUM. PROJECT PERICLES IS INVENTORYING, MAPPING, STRENGTHENING, AND DEVELOPING MORE COHESIVE AND INTEGRATED CIVIC ENGAGEMENT

PROJECT PERICLES INC.

13-4097541

PROGRAMS TO ENABLE STUDENTS IN ALL DISCIPLINES TO
INCORPORATE CIVIC ENGAGEMENT INTO THEIR COURSES OF STUDY. AS
PART OF THE PROJECT, WE HELD A NATIONAL CONVENING, DRAFTED
REPORTS, AND PUBLISHED A WHITE PAPER.

EXPENSES

92,677.

TO FORM 990-PF, PART IX-A, LINE 3

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

| 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 |
|--|--|--------------------------------------|---------------------------------------|----------------|
| DREW UNIVERSITY MEAD HALL, ROOM 205, 36 MADISON AVE MADISON, NJ 07940 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 2,000. |
| GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD, DORSEY CENTER 201 BALTIMORE, MD 21204 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 2,000. |
| GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD, DORSEY CENTER 201 BALTIMORE, MD 21204 | | PUBLIC | CIVIC ENGAGEMENT & WELLNESS | 1,000. |
| HAMPSHIRE COLLEGE 893 WEST STREET AMHERST, MA 01002 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 3,500. |
| HENDRIX COLLEGE 1600 WASHINGTON AVENUE CONWAY, AR 72032 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 3,000. |
| HENDRIX COLLEGE 1600 WASHINGTON AVENUE CONWAY, AR 72032 | | PUBLIC | CIVIC ENGAGEMENT AND WELLNESS | 1,000. |
| OCCIDENTAL COLLEGE COONS ADMINISTRATION BLDG, 1600 CAMPUS RD LOS ANGELES, CA 90041 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 3,500. |
| PITZER COLLEGE 1050 N MILLS AVE CLAREMONT, CA 91711 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 2,500. |
| PITZER COLLEGE 1050 N MILLS AVE CLAREMONT, CA 91711 | | PUBLIC | CIVIC ENGAGEMENT AND WELLNESS | 1,000. |
| SWARTHMORE COLLEGE 500 COLLEGE AVE PARRISH 205 SWARTHMORE, PA 19081 | | PUBLIC | CREATING COHESIVE PATHS MINI-GRANT | 1,500. |
| Total from continuation sheets | | | | 26,000. |

