

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

Short Form
Return of Organization Exempt From Income Tax
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-EZ and its instructions is at www.irs.gov/form990ez.

OMB No 1545-1150

2017

Open to Public Inspection

A For the 2017 calendar year, or tax year beginning 07-01-2017, and ending 06-30-2018

- B** Check if applicable
- Address change
 - Name change
 - Initial return
 - Final return/terminated
 - Amended return
 - Application pending

C Name of organization
PALAVER STRINGS INC

Number and street (or P O box, if mail is not delivered to street address) Room/suite
539 TREMONT STREET 417

City or town, state or province, country, and ZIP or foreign postal code
BOSTON, MA 02116

D Employer identification number
47-4914834

E Telephone number
(207) 930-5189

F Group Exemption Number ▶

G Accounting Method Cash Accrual Other (specify) ▶

H Check if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

I Website: ▶ WWW.PALAVERSTRINGS.ORG

J Tax-exempt status (check only one) - 501(c)(3) 501(c)() (insert no) 4947(a)(1) or 527

K Form of organization Corporation Trust Association Other

L Add lines 5b, 6c, and 7b to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ 155,649

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (see the instructions for Part I)
 Check if the organization used Schedule O to respond to any question in this Part I

Revenue		Expenses		Net Assets	
1	Contributions, gifts, grants, and similar amounts received	10	Grants and similar amounts paid (list in Schedule O)	18	Excess or (deficit) for the year (Subtract line 17 from line 9)
2	Program service revenue including government fees and contracts	11	Benefits paid to or for members	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)
3	Membership dues and assessments	12	Salaries, other compensation, and employee benefits	20	Other changes in net assets or fund balances (explain in Schedule O)
4	Investment income	13	Professional fees and other payments to independent contractors	21	Net assets or fund balances at end of year. Combine lines 18 through 20
5a	Gross amount from sale of assets other than inventory	14	Occupancy, rent, utilities, and maintenance		
5b	Less cost or other basis and sales expenses	15	Printing, publications, postage, and shipping		
5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	16	Other expenses (describe in Schedule O)		
6	Gaming and fundraising events	17	Total expenses. Add lines 10 through 16		
6a	Gross income from gaming (attach Schedule G if greater than \$15,000)				
6b	Gross income from fundraising events (not including \$ of contributions from fundraising events reported on line 1) (attach Schedule G if the sum of such gross income and contributions exceeds \$15,000)				
6c	Less direct expenses from gaming and fundraising events				
6d	Net income or (loss) from gaming and fundraising events (add lines 6a and 6b and subtract line 6c)				
7a	Gross sales of inventory, less returns and allowances				
7b	Less cost of goods sold				
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)				
8	Other revenue (describe in Schedule O)				
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6d, 7c, and 8				

Part II Balance Sheets (see the instructions for Part II)
 Check if the organization used Schedule O to respond to any question in this Part II

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	9,678	22
23 Land and buildings		23
24 Other assets (describe in Schedule O)	2,328	24 2,037
25 Total assets	12,006	25 2,037
26 Total liabilities (describe in Schedule O).	11,000	26 3,608
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	1,006	27 -1,571

Part III Statement of Program Service Accomplishments (see the instructions for Part III)
 Check if the organization used Schedule O to respond to any question in this Part III

What is the organization's primary exempt purpose?
 A MUSICIAN-LED STRING ORCHESTRA AND NONPROFIT ORGANIZATION, DEDICATED TO THE COLLABORATIVE INTERPRETATION OF CLASSICAL MASTERWORKS AND PASSIONATE ABOUT TAKING CLASSICAL MUSIC BEYOND THE CONCERT HALL TO ENGAGE WITH NEW AND DIVERSE AUDIENCES IT IS IN THIS PERSONAL AND UNCONVENTIONAL SETTING THAT PALAVER STRINGS IS ABLE TO USE MUSIC TO AID THE DISCUSSION OF SOCIAL ISSUES, PROMOTE EDUCATION AND HEALING, AND INSPIRE OUR PEERS AND COMMUNITY TO SUPPORT THE ARTS

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title

Expenses
 (Required for section 501(c)(3) and 501(c)(4) organizations, optional for others)

28 See Additional Data Table

(Grants \$) If this amount includes foreign grants, check here **28a**

29 See Additional Data Table

(Grants \$) If this amount includes foreign grants, check here **29a**

30 See Additional Data Table

(Grants \$) If this amount includes foreign grants, check here **30a**

31 Other program services (describe in Schedule O)

(Grants \$) If this amount includes foreign grants, check here **31a**

32 Total program service expenses (add lines 28a through 31a) **32** 156,012

Part IV List of Officers, Directors, Trustees, and Key Employees (list each one even if not compensated — see the instructions for Part IV)
 Check if the organization used Schedule O to respond to any question in this Part IV.

(a) Name and title	(b) Average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
DAVID LAKARI PRESIDENT	2 00	0		
ARI SOLOTOFF SECRETARY	2 00	0		
STEPHANIE TRODELLO TREASURER	2 00	0		
WILLIAM BLACK DIRECTOR	2 00	0		
DAVID MARTIN DIRECTOR	2 00	0		
MOLLY MCCARTHY DIRECTOR	2 00	0		
MAYA FRENCH EXECUTIVE DI	30 00	7,175		

Part V Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V) Check if the organization used Schedule O to respond to any question in this Part V

Table with 3 columns: Question ID, Question Text, and Yes/No columns. Rows include 33, 34, 35a, 35b, 35c, 36, 37a, 37b, 38a, 38b, 39, 39a, 39b, 40a, 40b, 40c, 40d, 40e, 41, 42a.

42a The organization's books are in care of MAYA FRENCH Telephone no (207) 930-5189 Located at 539 TREMONT STREET 417 BOSTON, MA ZIP + 4 02116

Table with 3 columns: Question ID, Question Text, and Yes/No columns. Rows include 42b and 42c.

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year 43

Table with 3 columns: Question ID, Question Text, and Yes/No columns. Rows include 44a, 44b, 44c, 44d, 45a, 45b.

46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I 46 No

Part VI Section 501(c)(3) organizations only
All section 501(c)(3) organizations must answer questions 47-49b and 52, and complete the tables for lines 50 and 51. Check if the organization used Schedule O to respond to any question in this Part VI

47 Did the organization engage in lobbying activities or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II 47 No
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E 48 No
49a Did the organization make any transfers to an exempt non-charitable related organization? 49a No
b If "Yes," was the related organization a section 527 organization? 49b

Table with 5 columns: (a) Name and title of each employee, (b) Average hours per week devoted to position, (c) Reportable compensation (Forms W-2/1099-MISC), (d) Health benefits, contributions to employee benefit plans, and deferred compensation, (e) Estimated amount of other compensation. Row 1: NONE

f Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None"

Table with 3 columns: (a) Name and business address of each independent contractor, (b) Type of service, (c) Compensation. Row 1: NONE

d Total number of other independent contractors each receiving over \$100,000.

52 Did the organization complete Schedule A? NOTE. All Section 501(c)(3) organizations must attach a completed Schedule A [X] Yes [] No

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

Sign Here ***** Signature of officer 2018-11-20 Date
MAYA FRENCH EXECUTIVE DIRECTOR Type or print name and title

Paid Preparer Use Only Print/Type preparer's name ADAM C HOBSON CPA Preparer's signature Date 2018-11-20 Check [X] if self-employed PTIN P01270081
Firm's name HOBSON & COMPANY LLC Firm's EIN 45-3595502
Firm's address PO BOX 70 SACO, ME 040720070 Phone no (207) 283-0023

May the IRS discuss this return with the preparer shown above? See instructions [X] Yes [] No

Additional Data

Software ID:

Software Version:

EIN: 47-4914834

Name: PALAVER STRINGS INC

Form 990EZ, Part III - Statement of Program Service Accomplishments

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.	Expenses (Required for section 501(c)(3) and 501(c)(4) organizations; optional for others.)	
<p>28 SEASON COMMUNITY CONCERTS - 25 PROGRAMS WERE PERFORMED FREE OF CHARGE IN THE NEW ENGLAND AREA EACH CONCERT IS DESIGNED TO BE ACCESSIBLE TO NEW AUDIENCES THROUGH EDUCATION AND PERFORMANCE STRATEGIES THE CONCERTS IN TOTAL BENEFITED OVER 2000 PEOPLE SUB-CONTRACTED MUSICIANS ARE PAID TO PERFORM THESE CONCERTS</p> <p>(Grants \$)</p> <p>If this amount includes foreign grants, check here . . . <input type="checkbox"/></p>	28a	156,012

Form 990EZ, Part III - Statement of Program Service Accomplishments

<p>Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.</p>	<p>Expenses (Required for section 501(c)(3) and 501(c)(4) organizations; optional for others.)</p>	
<p>29 SEASON COMMUNITY WORKSHOPS - 10 COMMUNITY WORKSHOPS WERE PERFORMED IN VARIOUS COMMUNITY ORGANIZATIONS SUCH AS HOMELESS SHELTERS, SCHOOLS, DAYCARES, AND PRISONS, BENEFITING OVER 600 PARTICIPANTS</p> <p>(Grants \$)</p> <p style="text-align: right;">If this amount includes foreign grants, check here . . . <input type="checkbox"/></p>	<p>29a</p>	

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.

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Internal Revenue Service

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

Name of the organization
PALAVER STRINGS INC

Employer identification number

47-4914834

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

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

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

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

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►		(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1	Gifts, grants, contributions, and membership fees received (Do not include any "unusual grant")						
2	Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3	The value of services or facilities furnished by a governmental unit to the organization without charge						
4	Total. Add lines 1 through 3						
5	The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6	Public support. Subtract line 5 from line 4						

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

14	Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	
15	Public support percentage for 2016 Schedule A, Part II, line 14	15	

- 16a 33 1/3% support test—2017.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ►
- b 33 1/3% support test—2016.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ►
- 17a 10%-facts-and-circumstances test—2017.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ►
- b 10%-facts-and-circumstances test—2016.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ►
- 18 Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ►

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")			34,515	56,760	120,659	211,934
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose			4,880	23,954	34,990	63,824
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5			39,395	80,714	155,649	275,758
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6)						275,758

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6			39,395	80,714	155,649	275,758
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part VI)						
13 Total support. (Add lines 9, 10c, 11, and 12)			39,395	80,714	155,649	275,758

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

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

19a 33 1/3% support tests—2017. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests—2016. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

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

Part IV Supporting Organizations

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

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

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

Section B. Type I Supporting Organizations

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

Section C. Type II Supporting Organizations

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

Section D. All Type III Supporting Organizations

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

Section E. Type III Functionally-Integrated Supporting Organizations

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

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

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

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)	1	
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI)		
2	Acquisition indebtedness applicable to non-exempt use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)		

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

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI) See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

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

Additional Data

Software ID:

Software Version:

EIN: 47-4914834

Name: PALAVER STRINGS INC

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

Facts And Circumstances Test

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

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

▶ Attach to Form 990 or 990-EZ.

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

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization
PALAVER STRINGS INC

Employer identification number

47-4914834

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART I, LINE 16	EXPENSES DESIGN & ADVERTISING PROFESSI 650 FUNDRAISING EVENT EXPENSES 133 ONLINE ADVERTISING 114 PHOTOGRAPHY/VIDEOGRAPHY 500 PLATFORM FEES 96 SEASON PROGRAM PRINTING 2,449 OFFICE SUPPLIES 197 SEASON & TOUR FOOD/SUPPLIES 4,822 SEASON & TOUR TRAVEL EXPENSES 11,250 BANK CHARGES 160 COMMISSION & ARRANGEMENT 11,900 EDUCATION & COMMUNITY WOR 739 MAILING & POSTAGE COSTS 208 MERCHANT PROCESSING FEES 179 MUSIC LIBRARY EXPENSES 1,227 MUSIC RENTAL & LICENSING 1,742 OTHER MISCELLANEOUS EXPEN 135 RECORDING & MUSIC EQUIPME 263 RECORDING/ALBUM PRODUCTIO 5,963 STIPENDS 96,593 NON-INVESTMENT DEPRECIATION 291 TOTAL 139,611

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART II, LINE 24	RECORDING EQUIPMENT 2,038 2,038 LESS ACCUMULATED DEPRECIATION 267 558 OTHER ASSETS 557 557 TOTAL 2,328 2,037

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART II, LINE 26	ACCOUNTS PAYABLE AND ACCRUED EXPENSES 0 1,058 DEFERRED REVENUE 11,000 0 OTHER CURRENT LIABILITIES 0 550 LOAN PAYABLE - ED 0 2,000

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART III	A MUSICIAN-LED STRING ORCHESTRA AND NONPROFIT ORGANIZATION, DEDICATED TO THE COLLABORATIVE INTERPRETATION OF CLASSICAL MASTERWORKS AND PASSIONATE ABOUT TAKING CLASSICAL MUSIC BEYOND THE CONCERT HALL TO ENGAGE WITH NEW AND DIVERSE AUDIENCES IT IS IN THIS PERSONAL AND UNCONVENTIONAL SETTING THAT PALAVER STRINGS IS ABLE TO USE MUSIC TO AID THE DISCUSSION OF SOCIAL ISSUES, PROMOTE EDUCATION AND HEALING, AND INSPIRE OUR PEERS AND COMMUNITY TO SUPPORT THE ARTS

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART III, LINE 28	SEASON COMMUNITY CONCERTS - 25 PROGRAMS WERE PERFORMED FREE OF CHARGE IN THE NEW ENGLAND AREA EACH CONCERT IS DESIGNED TO BE ACCESSIBLE TO NEW AUDIENCES THROUGH EDUCATION AND PERFORMANCE STRATEGIES THE CONCERTS IN TOTAL BENEFITED OVER 2000 PEOPLE SUB-CONTRACTED MUSICIANS ARE PAID TO PERFORM THESE CONCERTS

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART III, LINE 30	SEASON COMMUNITY RESIDENCY - WE HAD A YEAR LONG RESIDENCY WITH BOSTON MEDICAL CENTER OFFERING BI-MONTHLY PERFORMANCES AND PATIENT/MUSICIAN WORK THROUGHOUT THE FACILITY SUB-CONTRACTED MUSICIANS DONATED THEIR TIME TO PLAN AND PERFORM THIS RESIDENCY

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART V, LINE 34	<p>ARTICLE II THE CORPORATION IS ORGANIZED AND SHALL AT ALL TIMES BE OPERATED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW) (THE "CODE") WITHIN THESE RESTRICTIONS, THE SPECIFIC OBJECTIVES AND PURPOSES OF THE CORPORATION SHALL BE TO (I) ENRICH LIVES BY SHARING MUSIC WITH DIVERSE AUDIENCES IN AND BEYOND THE CONCERT HALL THROUGH CONCERTS, COMMUNITY ENGAGEMENT, AND MUSIC EDUCATION PROGRAMS, AND (II) TO CONDUCT ANY OTHER ACTIVITIES THAT MAY BE NECESSARY, USEFUL OR DESIRABLE FOR THE FURTHERANCE OR ACCOMPLISHMENT OF THE FOREGOING PURPOSES AND A S MAY BE CONDUCTED BY A CORPORATION ORGANIZED UNDER CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS ARTICLE III THE QUALIFICATIONS AND RIGHTS OF MEMBERS SHALL BE AS SET FORTH IN THE BYLAWS OF THE CORPORATION ARTICLE IV SUBJECT TO THE LIMITATIONS SET FORTH BELOW, THE CORPORATION SHALL HAVE THE FOLLOWING POWERS (1) THE POWERS SPECIFIED IN MASSACHUSETTS GENERAL LAWS C 180, AND (2) THE POWERS SET FORTH IN MASSACHUSETTS GENERAL LAWS C 156B, 9(A) THROUGH (K), 9(O) AND 9(P), AS WELL AS THE POWER TO PAY PENSIONS, ESTABLISH AND CARRY OUT SAVINGS, THRIFT AND OTHER RETIREMENT, INCENTIVE AND BENEFIT PLANS, TRUSTS AND PROVISIONS FOR ANY OR ALL OF THE EMPLOYEES OF THE CORPORATION IN ACCORDANCE WITH APPLICABLE LAW (A) NOT WITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITIES THAT ARE (I) INCONSISTENT WITH MASSACHUSETTS GENERAL LAWS C 180, OR (II) NOT PERMITTED TO BE CARRIED ON BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER 501(C)(3) OF THE CODE (B) NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF ANY PRIVATE INDIVIDUAL, AND NO MEMBER, DIRECTOR, OFFICER, OR EMPLOYEE OF THE CORPORATION SHALL RECEIVE OR BE ENTITLED TO RECEIVE ANY PART OF THOSE EARNINGS EXCEPT AS REASONABLE COMPENSATION FOR SERVICES ACTUALLY RENDERED, AND IN FURTHERANCE OF ONE OR MORE OF THE CORPORATION'S PURPOSES (C) IN ADMINISTERING ITS POLICIES, PROGRAMS AND ACTIVITIES THE CORPORATION SHALL NOT DISCRIMINATE ON ANY BASIS PROHIBITED BY MASSACHUSETTS GENERAL LAWS CHAPTER 272, SECTION 98, AS THEN IN EFFECT, EXCEPT THAT THE CORPORATION MAY TAKE INTO CONSIDERATION AND APPLY ANY BONA FIDE OCCUPATIONAL QUALIFICATION FOR THE EMPLOYMENT OF ANY PARTICULAR INDIVIDUAL (D) IN THE EVENT OF THE LIQUIDATION OR DISSOLUTION OF THE CORPORATION, AFTER PAYMENT OR PROVISION FOR THE PAYMENT OF ALL LIABILITIES OF THE CORPORATION, ALL OF THE ASSETS OF THE CORPORATION SHALL BE DISPOSED OF TO ONE OR MORE NON-PROFIT ORGANIZATIONS WITH SIMILAR PURPOSES THAT ARE ENTITLED TO EXEMPTION FROM TAXATION UNDER SECTION 501(C)(3) OF THE CODE AS DETERMINED BY VOTE OF A MAJORITY OF THE DIRECTORS OF THE CORPORATION THEN IN OFFICE ANY ASSETS NOT DISPOSED OF IN THIS MANNER BY THE CORPORATION SHALL BE DISTRIBUTED IN ACCORDANCE WITH AN ORDER OF A</p>

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART V, LINE 34	<p>COURT OF COMPETENT JURISDICTION IN THE COUNTY WHERE THE PRINCIPAL OFFICE OF THE CORPORATION IS LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ONE OR MORE ORGANIZATIONS AS THAT COURT DETERMINES, PROVIDED THAT THOSE ORGANIZATIONS HAVE SIMILAR PURPOSES AND ARE EXEMPT FROM TAXATION UNDER THE PROVISIONS OF SECTION 501 (C)(3) OF THE CODE (E) IF THE CORPORATION HAS MEMBERS, MEETINGS OF THE MEMBERS MAY BE HELD ANYWHERE IN THE UNITED STATES (F) THE BYLAWS MAY BE AMENDED OR REPEALED, IN WHOLE OR IN PART, BY (I) THE UNANIMOUS WRITTEN CONSENT OF THE DIRECTORS AND ARTISTIC DIRECTORS, OR (II) THE AFFIRMATIVE VOTE, AT ANY DULY SCHEDULED MEETING, OF TWO-THIRDS OF (A) THE DIRECTORS AND (B) THE ARTISTIC DIRECTORS, PROVIDED THAT THE NOTICE OF THE MEETING AT WHICH THAT ACTION IS TAKEN HAS CONTAINED A GENERAL DESCRIPTION OF THE PROPOSED AMENDMENT (G) LIMITATION OF LIABILITY NO OFFICER OR DIRECTOR OF THE CORPORATION WILL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS AN OFFICER OR DIRECTOR NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, PROVIDED, HOWEVER, THAT THIS ARTICLE DOES NOT ELIMINATE OR LIMIT THE LIABILITY OF AN OFFICER OR DIRECTOR (I) FOR ANY BREACH OF THE OFFICER'S OR DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION, (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, OR (III) FOR ANY TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT, AND PROVIDED FURTHER THAT THIS LIMITATION IS EFFECTIVE ONLY TO THE EXTENT THAT THE CORPORATION'S STATUS AS AN ORGANIZATION EXEMPT FROM TAXATION UNDER THE CODE IS NOT ADVERSELY AFFECTED BY IT NO AMENDMENT OR REPEAL OF THIS ARTICLE WILL ADVERSELY AFFECT THE RIGHTS AND PROTECTION AFFORDED TO AN OFFICER OR DIRECTOR OF THE CORPORATION UNDER THIS ARTICLE FOR ACTS OR OMISSIONS OCCURRING PRIOR TO THAT AMENDMENT OR REPEAL THE RIGHT OF INDEMNIFICATION UNDER THIS SUBSECTION (G) IS NOT EXCLUSIVE, NOTHING CONTAINED IN THIS SUBSECTION AFFECTS ANY OTHER RIGHTS TO INDEMNIFICATION TO WHICH ANY PERSON MAY BE ENTITLED BY CONTRACT OR OTHERWISE (H) TRANSACTIONS WITH INTERESTED PERSONS UNLESS ENTERED INTO IN BAD FAITH, OR OTHERWISE IN CONTRAVENTION OF SUBSECTION (A), NO CONTRACT OR TRANSACTION BY THE CORPORATION WILL BE DEEMED VOID, VOIDABLE OR IN ANY WAY AFFECTED BY REASON OF THE FACT THAT IT IS WITH AN INTERESTED PERSON "INTERESTED PERSON" MEANS ANY PERSON OR ORGANIZATION IN ANY WAY INTERESTED IN THE CORPORATION WHETHER AS AN OFFICER, DIRECTOR, MEMBER, EMPLOYEE OR OTHERWISE, AND ANY OTHER ENTITY IN WHICH ANY SUCH PERSON OR ORGANIZATION OR THE CORPORATION IS IN ANY WAY INTERESTED UNLESS THE CONTRACT OR TRANSACTION WAS ENTERED INTO IN BAD FAITH, NO INTERESTED PERSON WILL BE LIABLE TO THE CORPORATION OR TO ANY OTHER PERSON OR ORGANIZATION, ON ACCOUNT OF THE INTERESTED PERSON'S INTEREST, FOR ANY LOSS OR EXPENSE INCURRED BY REASON OF SUCH CONTRACT OR TRANSACTION OR SHALL BE ACCOUNTABLE</p>

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART V, LINE 34	FOR ANY GAIN OR PROFIT REALIZED FROM SUCH CONTRACT OR TRANSACTION, PROVIDED THAT (I) THE MATERIAL ASPECTS OF THE CONTRACT OR TRANSACTION AND THE INTEREST OF THE INTERESTED PERSON WERE DISCLOSED OR KNOWN TO THE DIRECTORS AS A WHOLE, OR A COMMITTEE OF THEM, WHO AUTHORIZED THE CONTRACT OR TRANSACTION, AND (II) THE INTERESTED PERSON REASONABLY BELIEVED THE CONTRACT OR TRANSACTION TO BE IN THE BEST INTEREST OF THE CORPORATION THE PROVISIONS OF THIS SUBSECTION (H) APPLY NOTWITHSTANDING THE FACT THAT THE PRESENCE OF AN INTERESTED PERSON WAS NECESSARY TO CONSTITUTE A QUORUM AT A MEETING OF DIRECTORS AT WHICH THE RELEVANT CONTRACT OR TRANSACTION WAS AUTHORIZED OR THAT THE VOTE OF AN INTERESTED PERSON WAS NECESSARY FOR THE AUTHORIZATION OF THAT CONTRACT OR TRANSACTION, BUT THEY DO NOT APPLY TO THE EXTENT THAT THE CORPORATION'S EXEMPTION FROM TAXATION UNDER THE CODE WOULD BE ADVERSELY AFFECTED BY SO APPLYING THEM