



The Game of Industrialization, Economics and Capitalism

OBJECTIVE - WINNING THE GAME

The objective of Philanthropy is to be the most philanthropic player at the end of the game. The winner is the player that donates the most to the various charitable and public service organizations represented in the game by Philanthropy Cards. Philanthropy Cards are obtained by donating cash earned using your economic and business savvy to develop and grow businesses.

GAME COMPONENTS

Philanthropy has the following game components:

Action Cards - 120 cards used for all game actions

Factories (18)

Natural Resources (6 each of Oil, Coal, Mineral, Lumber)

Region (4 each of 9 regions)

Railroad (12)

Port (6)

Production (12)

Wild Cards (4 each of three different types; Natural Resources, Region, and Factory/RR Build)

Region Boards - each board contains 9 zones; each zone is marked either with a city, or one of four natural resources (oil, minerals, lumber or coal). Zone borders may contain mountain symbols (red triangular shapes) which are significant for building railroads across zone borders.

Stock Market - board that tracks company stock value and holds open market stock certificates

Stock Certificates - 10 for each company (each certificate represents 10% share)

Port Markers - large round blue; indicates that a city has a port

Railroad (RR) Markers - rectangular black markers; shows railroad connecting 2 zones

Stock Value Markers - small square colored coded with company initials; used on the Stock Market track to show current value of a company's stock

Factories - larger square color coded markers (10 for each company)

Qualified Factory Markers - small round white markers; used to identify which factories are qualified for production

Production Marker - rectangular marker; Open Production on one side, Closed Production on the other side. Indicates when Production is allowed

Philanthropy Cards - 30 total, 6 each of 5 different donation levels (\$250, \$500, \$750, \$1000, \$1500)

Cash (\$1's, \$5's, \$10's, \$20's, \$50's, \$100's, \$500's, \$1000's, \$5000's)

STARTING THE GAME

1) Place region boards; in turn, each player may place 1 region board on the table to form a 3x3 game board. Region boards may be placed in any orientation with the only restriction being that after the first board is placed, region boards must be placed adjacent to an already placed board (not diagonal). For games with less than 4 players, remove regions 7-9 and form a 2x3 game board.

2) Set out 45 RR markers and 8 Port markers (these are available for building) - for less than 4 players, set out 30 RR markers and 6 Port markers.

- 3) Place all 10 stock certificates on the appropriate company space on the Stock Market. Place the stock value marker on top of the certificates to indicate that company has not yet been started. For less than 4 players, remove 2 companies from play.
- 4) Set out 10 factories for each company (these are available for building/merger).
- 5) Set the Philanthropy cards by the side of the game board divided by donation levels.
- 6) Determine player order; random draw of colored factories - order determined by company order as shown on the Stock Market (TVC = 1, ERT = 2, ..., PKI = 8)
- 7) Create the action deck *:
 - Remove the 18 Factory cards, 12 Production cards, 6 Port cards, and 12 Railroad cards from the deck.
 - Shuffle the remaining cards then divide into 2 roughly equal size decks (top deck, bottom deck).
 - Randomly place 12 Factory cards and 12 Railroad cards into the top deck; re-shuffle.
 - Randomly place 6 Factory cards, 12 Production cards, and 6 Port cards into the bottom deck; re-shuffle.
 - Remove 3 cards from the bottom deck and place them unseen out of play.
 - Form the action deck from the 2 decks, top deck on top.
- 8) Deal cards (maximum hand limit):

<ul style="list-style-type: none"> - 2 to 3 players: 9 cards * - 4 players: 8 cards - 5 players: 7 cards - 6 players: 6 cards 	<ul style="list-style-type: none"> * for less than 4 players remove regions action cards (7-9), 4 RR, 6 Factory, 2 Port cards, and 1 of each type of Wild card Top Stack: 10 Factories, 8 RR Bottom Stack: 2 Factories, 4 Ports, 12 Production (total deck size = 93 cards - 3 removed = 90)
---	---
- 9) Divide the starting capital (\$6000) equally between the players. For less than 4 players the starting capital is \$4200. Therefore: 6 players = \$1000 each, 5P = \$1200, 4P = \$1500, 3P = \$1400, 2P = \$2400
- 10) Set out the remaining cash to form a bank. Player's may designate one player to be the banker, or use an open bank system where each player handles his own transactions with the bank.

ENDING THE GAME

The game ends when any of the following events occurs:

- A) The 12th Production card is played, or the action deck has been exhausted without a Production card being played during the play of that deck. The game ends immediately after payments are completed from the game ending action (i.e. Production payouts or dividend payments at the end of the deck). Track Production cards played during a deck by placing them face-up, out of play. When a new deck is created, turn the previously played Production cards face down. Production cards discarded do not count as having been "played".
- B) One player has collected all 5 levels of Philanthropy cards. The game ends at the end of the current deck (after dividends are paid).
- C) The total value of all Philanthropy cards purchased by all players exceeds the starting capital (\$6000/\$4200). The game ends at the end of the current deck (after dividends are paid).

When the game ends, players donate whatever stock certificates they wish (based on their Philanthropy cards' allowances), and add up their total donations. The winner is the one with the highest donation value (Philanthropy cards plus donated stock value). Ties are broken by the amount of cash a player currently holds.

GENERAL COURSE OF PLAY

- 1) Philanthropy is played by players taking turns performing whatever actions or trades they wish to make. Players are required to perform at least one trade, one action or one discard during their turn; they may not "pass". It is insufficient to only draw action cards to refill your hand.
- 2) During a player's turn he may either execute a regular player turn or donate money to a philanthropic cause (i.e.

purchase a Philanthropy card). He may not do both.

3) A regular player turn is divided into 3 phases (which must be followed in order);

Trading Phase - player may trade action cards and/or cash with other players; he may also make up to 6 stock transactions during this phase. Trading or selling of action cards is not allowed once a player starts his action phase.

Action Phase - player may build factories, railroads, or ports, initiate production, or attempt a merger/takeover. He may perform as many actions as he wishes during his turn (limited by the action cards he holds).

Discard Phase - player may discard any unwanted action cards from his hand and draw new cards from the action deck (up to his maximum hand limit). Discarded action cards are always discarded face up and viewable to all players.

4) If during the Discard Phase a player draws the last card from the action deck (whether or not he has completed his draw or not), all other players must immediately discard cards in their hand so that their hand is at least one less than the maximum hand limit. Players may discard any number of cards beyond this minimum discard limit. The deck is reshuffled and the active player may continue drawing (if applicable and desired). When the active player has completed his turn, player seating order is re-arranged per the Starting the Game procedures, and all players are dealt their full hand limit of action cards (depending on the number of cards the player discarded). Additionally, dividends are paid for qualified companies and stock values are decreased and penalties assessed for non-qualified companies (see below).

5) A player's cash may always be kept secret from other players, however a player's stock holdings must be made known to all players at any time (except once voting has begun for a Merger/Takeover). A player's action cards are private.

6) A player's action card hand limit only applies at the end of his turn. He must discard any excess cards to the discard pile (or in some cases, removed from the game - see below). A player may accumulate as many cards as he can between the end of his turn and the end of his next turn.

7) If a player does not perform an action during his turn, and he does not purchase a Philanthropy card, he is assessed a tax (paid to the bank) of \$10 for each stock certificate he currently holds. If a player does not have enough cash to pay his taxes, he must sell stock certificates he holds to pay his taxes. He may only sell enough of his stocks to pay his tax bill, and in reducing his stock holdings he also reduces his tax bill. Selling stocks to pay taxes requires the player to divulge his cash holdings, and the sold certificates may only be sold for half their current value (stock value decreases by 1 for each certificate sold). These certificates may be sold in violation of the current open market limit for that stock, however if the player holds stocks that would not violate the open market limit, those stocks must be sold off first.

TRADING & STOCK TRANSACTIONS

1) During a player's Trading Phase he may make any deals with any other player or players for cash, action cards or future actions. No deals may be made involving the transfer or purchase of stocks, or any other game related activities not explicitly allowed by the rules (*e.g. factories may never change ownership except by Merger/Takeover*).

2) All deals may either be public (known to all other players) or private (known only to those involved in the deal). Hand written notes are a good way to keep transactions private. Note; private deals involving cash is the only way to keep other players from tracking how much money you have.

3) All transactions (public and private) are binding. Disputes are settled by a vote of all players.

4) There may not be deals or transactions made between other players that do not involve (at least in some minimal way) the active player. Three-way deals are allowed, however, the active player must agree with any deals performed during his turn.

5) It is perfectly legal for players to make loans or borrow money from each other during the game. It is also perfectly legal for a player to accept cash donation from other players (*e.g. in exchange for building a Port during his player turn*).

6) Players should try to expedite their negotiating time; keep the game moving. Players are not allowed to leave the table to negotiate in private. Private deals can be negotiated by passing notes.

7) The active player may make up to 6 stock transitions during his Trading Phase. He may use these 6 transactions to

purchase or sell any combinations of stocks provided he does not buy and sell (or sell and buy) the same stock (from the same company). See sell limits in the Stocks/Stock Market section below for additional restrictions.

8) If a player buys stock in a company that is not open (i.e. the first stock purchased for that company) he must buy at least 2 stocks of that company, and must build a factory for that company during the Action Phase of his current player turn. Place that company's Stock Market marker on the Stock Market track at \$100 then move it to the right the number of spaces corresponding to the number of certificates purchased. The stock marker will move to the right an additional 1, 2, or 4 spaces once the factory is built (depending on the value of the factory built).

STOCKS/STOCK MARKET

- 1) Stock value of each company is tracked on the Stock Market track. The opening price of a company's stock is \$100. The value of stock will go up and down depending on game actions.
- 2) Stock certificates available for purchase are kept on the company's box on the Stock Market board. Whenever a stock is purchased, remove it from the box and give it to the purchasing player. Whenever a stock certificate is sold, it goes back on the company box (and is available for purchase on the open market).
- 3) There may never be more than 8 stock certificates for a company available in its open market box; therefore a player may not sell stocks for a company if the sale would violate this maximum limit.
- 4) When a stock is purchased the value is increased by one on the Stock Market track for each certificate sold. The price paid for that stock is the value at the time of purchase (not the new increased value). If multiple stocks from the same company are purchased at the same time, the sale price for each is the initial value; the stock marker is moved to its new price after the purchase is completed. Money paid for a stock is given to the bank.
- 5) When a stock is sold back to the open market (subject to the restrictions of item 3 above), the value of that stock decreases by 1 level on the Stock Market track (for each certificate sold). The sale price is the value of the stock at the time of sale, not the decreased value after the sale (even if multiple certificates are sold at the same time). Money is paid to the selling player from the bank.
- 6) The stock value of a company will increase based on adding new factories to that company (see Build rules).
- 7) The stock value of a company is decreased by 1 level anytime there is a Production/Payout and none of that company's factories are Qualified Factories. See Production/Payout rules below.
- 8) When the action deck is re-shuffled after having been exhausted (prior to the start of the new first player's turn), qualified companies pay dividends to their stock holders, and non-qualified companies have their stock value decreased and owner penalties assessed (additional capital needs to be pumped into a non-qualified company) per the following:
 - A) After the first time through the action deck, a company is qualified if it has at least 1 factory connected to a city (via RR); non-qualified companies are reduced 1 level of stock value.
 - B) After the second time through the action deck, a company is qualified if it has **all** of its factories connected to a city; non-qualified companies are reduced 2 levels of stock value.
 - C) After the third and all subsequent times through the action deck, a company is qualified if it has **all** of its factories connected to at least 2 cities; non-qualified companies are reduced 3 levels of stock value.
 - D) Dividends are paid from the bank based on 10% of the qualified company's current stock value (per stock certificate).
 - E) Penalties for non-qualified companies are 10% of the new (decreased) stock value per certificate; i.e. each stock holder of a non-qualified company must pay 10% (rounded down) of the stock value per certificate held (paid to the bank). If a player is unable to pay this penalty, he must relinquish stock certificates of the non-qualified company for which he is unable to pay the penalty (returned to the open market). The stock value does not change if stocks are surrendered in this situation (beyond their reduction for being non-qualified).
- 9) See Merger/Takeover rules for additional situations changing the stock value of companies.
- 10) Stock values have a lower and upper limit as indicated on the Stock Market track; the stock value will never decrease below the minimum, nor increase above the maximum regardless of actions that would normally do so.

BUILDING

- 1) During a player's Action Phase, he may use action cards from his hand to build factories, railroads and/or ports. Cards used to build these items are placed in the discard pile once expended. A player may build as many items as he has action cards available to build something.
- 2) Railroads and Ports, once built, are never removed from the game. Factories may only be removed during a Merger/Takeover action (see below).
- 3) Wild Cards: There are 3 different types of Wild cards available in the game; Region, Natural Resources, and Factory/RR. These may be used in place of their representative card for building purposes only. A player may use multiple Wild cards for the same build action. Wild cards may not be used for Production nor Merger/Takeover. Once a Wild card is played it is removed from the game.

Example: A player may use a Region Wild card in place of any Region card to build a RR in any region desired. Similarly, he may use a Natural Resource Wild card to build a factory (in conjunction with a Factory card and Region card) on any Natural Resource zone desired within the Region played (or any region if he also plays a Region Wild card).

Building Railroads

- 1) To build a railroad costs one RR card, one Region card plus \$50 paid to the bank. A RR marker may then be placed on any border connecting two zones within the region of the Region card played. If that border contains mountain symbols, the cost is \$100 to build a RR across that border. To place a RR across zones on 2 different regions requires the play of a Region card for each connected region (i.e. 2 Region cards).
- 2) If the first RR built in a region (including a RR built connecting two regions) connects to the city of that region, the building player may build a second RR in that region using the same set of build action cards. This second RR must connect to one of the zones connected by the first RR built. The building player would have to pay any extra amount for this second RR crossing certain terrain borders (*e.g. mountains, +\$50*). He is not required to use this bonus RR build, however if not used at the time of the first RR build in that region, the bonus build is lost for the remainder of the game for that region (including both regions if the first RR built connected two regions).
- 3) Railroads are used to connect factories to cities. A connection is said to exist if there is a path of RR markers (across any number of borders) from the factory zone to a city zone. RRs may never be placed across a diagonal. Only one RR may be placed per zone border.
- 4) Whenever a RR is built, check all factories that may now have an established connection to a city (or port) and increase that company's stock value accordingly (see Building Factories #5 below).
- 5) There is a limit to the number of RR markers that may be built during a game (see Starting the Game). Once all Railroad markers have been played (built), any RR card that is discarded is removed from the game.

Building Ports

- 1) To build a port costs one Port card, one Region card plus \$300 paid to the bank. A Port marker is then placed on the city in the region of the Region card played. Ports may only be built on cities that are on the outside edge of the game board; cities that are landlocked (not on an outside edge) may not have a port built on them.
- 2) Whenever a port is built, check all factories that may have an increased value based on their connection to a port and increase that company's stock value accordingly (see Building Factories #5 below).
- 3) There is a limit to the number of ports that may be built during a game. The limit is based on the number of cities along the outside edge of the game board. It is conceivable that there are no eligible cities if all cities are landlocked. Once all eligible cities have had ports built on them, any Port card that is discarded is removed from the game.
- 4) All port cities are inherently connected to each other. This is significant when determining company stock value penalties at the end of 3rd and subsequent decks.

Building Factories

- 1) To build a factory costs one Factory card, one Region card, and one Natural Resource card. The number of factories that can be built for a specific company is limited to that company's acquisition limit. The acquisition limit is equal to

the number of stock certificates of that company held by all of the players (or 10 minus the number of certificates available in the open market). A factory may not be built for a company if that company already has a number of factories on the board equal to or greater than its acquisition limit. Note that the acquisition limit does not apply to the selling of stock; i.e. due to the sale of certificates, there may be more factories on the board for a company than its acquisition limit. Also note that the acquisition limit does not apply to Merger/Takeovers.

2) Place a factory marker of the company building the factory (active player's choice - but see below) on an open zone within the region of the Region card played and a zone matching the Natural Resource of the Natural Resource card played; only 1 factory per zone allowed.

3) The player building a factory for a company must hold at least 20% stock in that company. Additionally, any player with at least 50% stock ownership in that company may veto the new factory build, in which case the active player withdraws the action cards back to his hand and may continue with his turn; including building the same factory in the same location for a different company.

4) When a factory is built, the stock value of the building company increases by +1 level on the Stock Market track. Additionally, if the new factory is connected to a city (via RRs) the stock value increases an additional +1. If the city to which it is connected is also a port, the stock value increases an additional +2 levels. A factory may never have additional increased value for more than 1 city or more than 1 port; i.e. the most value increase is +3. Note; a factory value can increase when a city or port connection is established by the building of a RR or port.

PRODUCTION

1) A player may initiate a Production by the play of a Production card, and either a Railroad card, a Port card, a Natural Resource card or a Region card. Both cards are removed from play after the Production/Payout is completed. If an end game event is triggered by the removal of cards used for Production, the Production/Payout is completed before the game ends.

2) A player may not initiate a Production/Payout if the "Closed Production" marker is in play; he may only initiate a Production/Payout when the "Open Production" marker is in play.

3) The procedure for a Production/Payout is as follows:

A) Identify all Qualified Factories based on the card played in conjunction with the Production card:

- i) Railroad - active player identifies one non-port city; all factories that can trace a RR connection to that city are Qualified Factories
- ii) Port - all factories connected to any port on the game board are Qualified Factories
- iii) Natural Resource - all factories on a zone with the matching Natural Resource are Qualified Factories
- iv) Region - all factories in the region matching the card played are Qualified Factories

B) Mark Qualified Factories with a Qualified Factory marker for convenience. In all cases, there must be at least 1 Qualified Factory or the Production must be withdrawn.

C) If a Region card is played for Production, then starting with the player to the active player's left and proceeding clockwise, each player (except the active player) may play 1 Factory card (which is then discarded), and then mark any non-Qualified Factory on the board corresponding to a company for which he owns at least 20% stock with a Qualified Factory marker (making it a Qualified Factory for this Production).

D) Determine if any companies do not contain any Qualified Factories for this Production/Payout. If there are, that company loses one level of stock value on the Stock Market.

E) For each company, in order (as indicated on the Stock Market; TVC = 1, ERT = 2, etc), count the number of Qualified Factories for that company. Multiply that number by 10% of the current stock value. This value is the amount paid (by the bank) per stock certificate. You may use the payout chart provided for simplified calculations.

F) If a Natural Resource card is played for Production and if 1 company has **more than** twice as many Qualified Factories as all other factories combined, that company is said to have a monopoly on that natural resource and the payout for that company is an additional 50% of the basic payout (round up) per stock certificate. Additionally, all other companies' payouts for the Production is reduced by 50% (half the basic rate - round up).

G) Pay each player based on the number of certificates they hold for the specific company. Remove Qualified Factory markers for that company after all payouts for that company have been completed.

H) Set the Closed Production marker in front of the Active player.

4) If a player has the Closed Production marker in front of him at the beginning of his turn, he must turn it over to the Open Production side. Therefore, players cannot initiate a Production/Payout if there has already been one initiated since their last turn. Accordingly, there can only be 1 Production/Payout per player turn (because the “Closed Production” marker is set right after the production).

MERGER/TAKEOVER

1) A Merger/Takeover is the process of combining 2 companies into 1 larger company. This combination may be voluntary (Merger) or involuntary (Takeover), either way one company acquires (or buys out) another company.

2) The active player may attempt a Merger/Takeover by playing 3 Factory cards. These cards are removed from play regardless of whether the attempt is successful or not. The player then announces which company (X) is attempting to acquire which other company (Z). The player does not have to hold stock in either company, and acquisition limits do **not** apply. However, a company may never have more than 10 factories at any time.

3) The requirements for a Merger/Takeover are that the buying company's (X) stock value must be greater than the selling company's (Z) stock value, and company X must realize a net increase in factory value after the merger. *For example, if company X already has 10 factories it must replace a lower valued factory (e.g. non-connected factory) with a higher valued factory (i.e. connected to city or port), a company (X) with less than 10 factories only needs to add 1 new factory (Z) to increase its net factory value.*

4) The Merger/Takeover process is as follows:

A) Stock holders of both companies (X&Z) vote on whether to agree with the Merger/Takeover:

i) each stock holder may vote “YES” by playing his stock certificates face down in front of him (one “YES” vote for each stock certificate). Stock holders may mask their votes by keeping their hand over their votes or by including non-company X or Z stock certificates in his pile of “YES” votes (obviously only the stock certificates of companies X and Z count as “YES” votes).

ii) when all eligible players have voted the vote is revealed; if at least 11 “YES” votes are tallied, and at least 6 “YES” votes are from company X, the Merger/Takeover is approved, if not the attempt has failed and the active player's turn continues.

B) If the attempt is successful, all holders of company X stock must immediately return half of their company X certificates to the open market (round down if the player holds less than 6 certificates, round up if he holds more than 6 certificates; e.g. if he holds 5 certificates, he must return 2 certificates to the open market, if he holds 7 certificates, he must return 4 to the open market).

C) Starting with the first player to the left of the active player, each holder of company Z stock may either exchange 2 of his company Z stocks for 1 company X stock (from the open market; until all such stocks are taken), or “cash-out” based on the current stock value of company Z. Note that odd number of stocks held will result in at least one certificate being “cashed-out”. In either case, the player holding company Z stock surrenders his stock. After all stock holders of company Z have exercised their options, company Z stock is removed from play, and company Z is closed for the remainder of the game.

D) For each company Z stock cashed-out, company X stock value is decreased by 1, 2 or 3 levels (based on the current stock value of company X). Each company Z stock certificate is cashed-out separately, so the amount of decrease in stock value of company X may change from certificate to certificate. If the current stock value of company X is less than \$200, the stock value is decreased 3 levels for each company Z stock cashed-out. If the current stock value is greater than \$200 but less than \$300, the stock value decreases 2 levels. If the current stock value is greater than \$300, the stock value decreases 1 level per company Z certificate cashed-out. If at any time during this process the stock value of company X drops below \$100, the Merger/Takeover is canceled (return company Z certificates to their original owners, return cash paid for company Z stock). If a Z stock holder knows he will cash-out driving the value of company X stock below 100, he should say so at the start of the process (but is not required to). This is a way for a large stock holder of company Z to block the merger even if it was approved by votes (against his wishes).

E) Active player may now combine factories of company X and company Z by choosing the most valuable factories; these are marked with company X factory markers (i.e. replace factory Z markers with factory X markers). The total number of factories for company X may not exceed 10. Player must choose the maximum number of factories and must choose the most valuable factories (i.e. those that are connected to ports are more valuable than those only connected to non-port cities, etc). Player's option on which factories of equal value to keep. All excess factories of the acquired company are removed from play. Adjust the stock value of company X according to the increased value of factories.

Example: Company X has 7 factories, 1 not connected to a city (value = 1), 3 connected to cities (value = 2 each) and 3 connected to ports (value = 4 each). Company Z has 5 factories; 1 not connected (value = 1), 2 connected to cities (value = 2 each) and 2 connected to ports (value = 4 each). Player adds the 2 Z port-connected factories (total increase = +8), and 1 city-connected factories (+2), then removes the company X factory that is not connected and replaces a Z city-connected factory with the company X factory (net value increase -1 +2 = +1). The net increase in value of company X is +11. Remaining company Z factories are removed from play.

PHILANTHROPY

- 1) A player may forgo his regular player turn and instead make a cash donation to a worthy cause by purchasing a Philanthropy card. The player is not charged taxes on a turn in which he buys a Philanthropy card.
- 2) There are 5 different levels of donations as indicated on the cards. The player pays the donation amount for the Philanthropy card he wants (to the bank) and holds on to the card until the end of the game.
- 3) A player may only purchase one card of each donation level during the game. *(e.g. he may not buy two \$500 Philanthropy cards)*
- 4) A player may only purchase 1 Philanthropy card per turn.
- 5) Philanthropy cards may never be traded, nor can they be “cashed-in”.
- 6) The higher 4 donation level Philanthropy cards also include a stock donation amount. The \$250 donation cards do not have stock donations. At the end of the game, the player adds up all of the stock donations on his Philanthropy cards and may then donate that many of his stock certificates to charity. If he has more donations allotted on his Philanthropy cards then stock certificates held, the excess donations are lost. The player may choose which certificates to donate; obviously the higher valued ones will improve his final score the most.

