



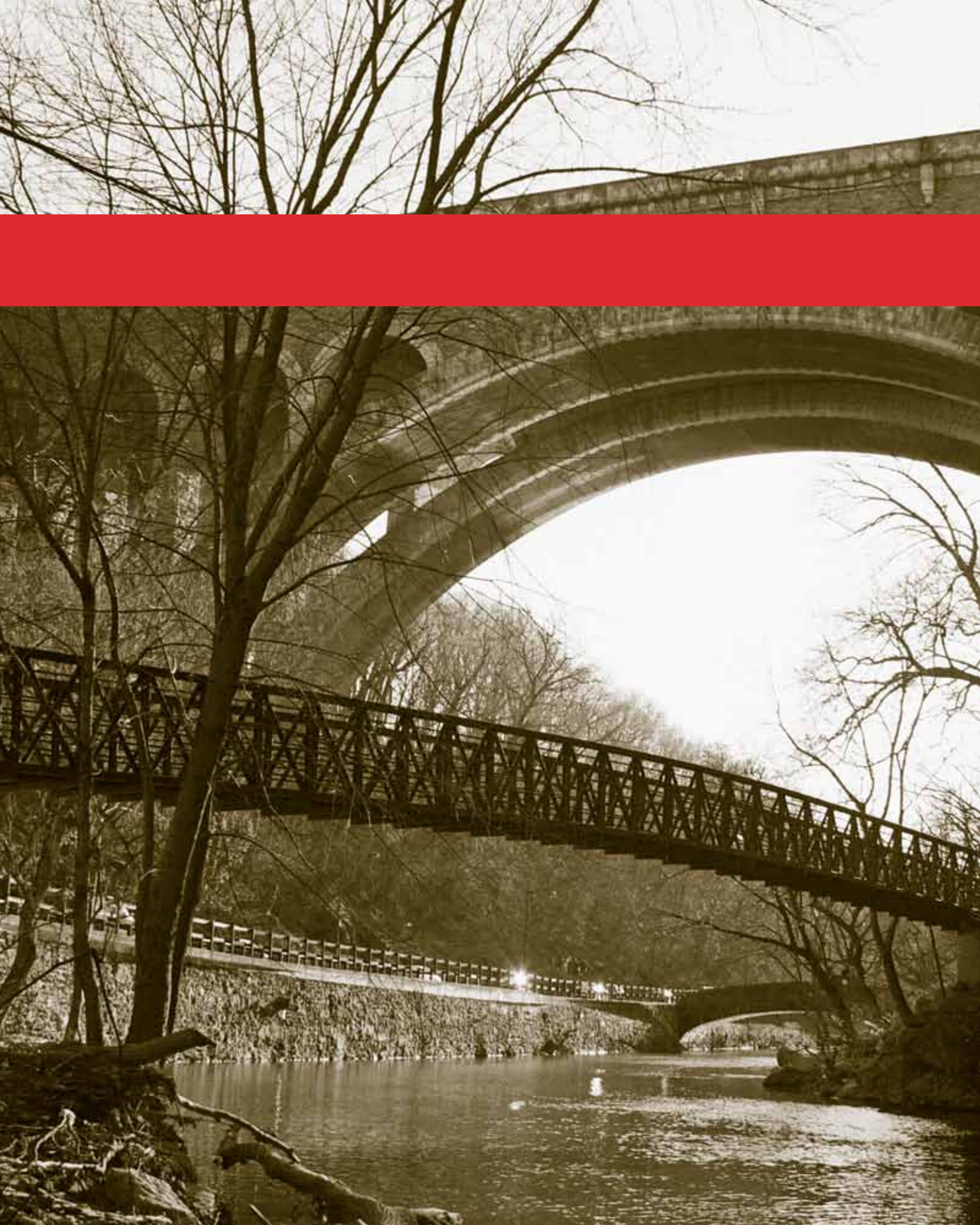
WILLIAM PENN
WILLIAM PENN
FOUNDATION

2009 Annual Report



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Advancing Greater Philadelphia

In 2009, John C. Haas, the eldest member of the Haas family, directed \$747 million in charitable assets to the William Penn Foundation. His gift continues the family tradition of investing in the Foundation's capacity to advance Greater Philadelphia. The new resources ensure the Foundation will be strong and stable for many years to come.

The short essay on page 25 about John, his brother F. Otto, and their parents, Otto and Phoebe, provides some historical context for John's decision to bolster the Foundation and invest in its future.

Undoubtedly, the Foundation will evolve over time as a result of John's actions, but we expect it will continue to play the same role it always has in Greater Philadelphia: making strategic investments in the people, ideas, and organizations that drive our region forward.

This year, we hired three outstanding journalists to highlight areas of our work that illustrate the role we see for the Foundation in our region.

By executing on our strategic plan, evaluating its impact, and making necessary adjustments along the way, the Foundation hopes to fulfill the Haas family's commitment to advancing Greater Philadelphia as a vital, just, and caring community.

Debra Blum, a regular contributor to *The Chronicle of Philanthropy*, writes about the Foundation's emerging strategy for promoting sustainable food systems in Greater Philadelphia. The Foundation's regional strategy seeks to maximize economic vitality, environmental benefits, and healthy eating, and of course, delicious food.



Francesca Giovannini

Maureen Dezell, formerly of *The Boston Globe*, explores an eye-opening study of capitalization in the nonprofit cultural sector that is fundamentally changing the way the Foundation looks at the financial health of arts organizations, with implications for other funders as well.



Carol Towarnicky, formerly of the *Philadelphia Daily News*, writes about Project U-Turn, a community-wide effort to address the fact that nearly half of Philadelphia's ninth graders do not graduate on time. Since launching in 2006, Project U-Turn has made an enormous impact on the problem and has leveraged nearly \$100 million

in new funding for programs to address the needs of students who have dropped out of school or are in danger of doing so.



These funding approaches are part of a larger strategic plan that has guided our grantmaking for nearly a decade, yielding strong results in a number of areas. As we look to the future, we need to further examine successes like these, but also areas where we have not had the impact we expected. Our staff and board are fully committed to the serious self-scrutiny this implies, and we have developed that capacity over time, with a robust evaluation and planning program that helps us to

determine where we're going and how we'll know when we've arrived.

By executing on our strategic plan, evaluating its impact, and making necessary adjustments along the way, the Foundation hopes to fulfill the Haas family's commitment to advancing Greater Philadelphia as a vital, just, and caring community.

Sincerely,

Handwritten signature of Tom Haas in black ink.

Thomas Haas
Chair of the Corporation

Handwritten signature of David Haas in black ink.

David Haas
Board Chair

Handwritten signature of Feather Houston in black ink.

Feather Houston
President

PROSPECTIVE GRANTEES SHOULD VISIT THE FOUNDATION ONLINE AT WWW.WILLIAMPENNFUNDATION.ORG FOR DETAILED INFORMATION ABOUT FUNDING STRATEGIES IN EACH OF OUR PROGRAM AREAS, ELIGIBILITY REQUIREMENTS, AND PROCEDURES FOR SUBMITTING A LETTER OF INQUIRY.

Foundation Programs

Arts & Culture

Diverse artistic expression is a hallmark of a healthy region.

Through our Arts & Culture program, we provide various types of core operating support for arts groups and cultural institutions, enabling them to pursue their creative missions with confidence in their organization's future. We also fund work that broadly advances the region's cultural sector. Our funding strategies promote artistic achievement and encourage public participation in and support for the arts.

Evaluation & Planning

We believe that lessons gained from our grantmaking can be used to help keep our work relevant, effective, and valuable to the fields in which we work. The Foundation evaluates the progress of our funding strategies and seeks to create opportunities to learn and share knowledge acquired over time.

Children, Youth, & Families

When all children and families have access to opportunity, society benefits.

Our Children, Youth, & Families program funds work in our region to promote a better early care and education system, more effective and equitable education policies, networks of developmental opportunities for older youth, and improvements to the systems supporting families. Our grantmaking focuses largely on critical transitions in the lives of children as they progress from birth, through early childhood, and into young adulthood.

Communications

We view strategic communications as a tool that can maximize the impact of our grants. When needed, the Foundation provides funding and other assistance to our grantees to develop practical communications approaches that advance our common goals.

Environment & Communities

Healthy ecosystems and communities are essential for a livable and economically competitive region.

Our Environment & Communities program uses an integrated grant-making approach to enhance the sustainability of the region's ecosystems and older communities. The program seeks to foster greater cross-sector collaborations that build on the assets of our region through revitalization of its urban core and protection and restoration of watersheds, with a focus on key waterways. Our Environment & Communities program makes investments intended to catalyze innovation and leadership in the region.



From Farm to Fork: Addressing Regional Food Systems

When Alison Hastings, an environmental planner for the Delaware Valley Regional Planning Commission (DVRPC), set out to examine farmland preservation in the New Jersey counties near Philadelphia, she expected to focus on suburban sprawl and growth-management issues.

She did not expect to be thinking so much about peaches.

New Jersey has very favorable agricultural conditions to grow abundant, delicious peaches, and its thousands of acres of orchards are within less than half a day's trip from tens of millions of potential consumers. But Hastings met with farmer after farmer—growers of peaches, tomatoes, produce of all kinds—struggling to make a living.

“It turned into nagging questions,” she says. “Why are peach farmers relocating to farms in other states? Why isn't farming, where there's good soil and huge population centers close by, profitable?”

The questions prompted Hastings to broaden her look at farmland beyond a planner's typical concentration on land-use issues

and beyond her organization's mandated focus on transportation. To find the answers about New Jersey's peaches, she and her colleagues determined, it was time to examine the region's entire food system—from farm to fork.



Blue Coltharp

“Our core goals are to promote smart growth, preserve natural resources, and enhance the economy, and we do much of that through the lens of transportation,” says Barry J. Seymour, DVRPC's executive director. “Food has jumped out as another important entry point for all those issues.”

In response, DVRPC began a research project that led to the publication earlier this year of the “Greater Philadelphia Food



R. Kennedy/SPMMC



Courtesy of DVRPC



Courtesy of DVRPC

DVRPC's Food Systems Study is available online at www.william penn foundation.org

System Study,” a comprehensive look at the region’s agricultural resources, food-distribution infrastructure, and food and farm economy. The organization also convened a stakeholders committee with representatives from across sectors—healthy-food advocates, conservationists, government officials, entrepreneurs, trucking experts—to distill recommendations from the study. DVRPC is now using a \$1.4 million award from The William Penn Foundation to make grants to apply some of those ideas.

DVRPC’s new work puts the organization at the forefront of a burgeoning national movement focusing on food—how it is produced, processed, distributed, and consumed—as a way to address a diverse set of issues, including urban planning, the environment, health, social equity, and economic development. Its efforts have also landed DVRPC on a short but growing list of regional planning groups around the country turning their attention to food and farming.

Until recently, the food movement has been made up largely of grassroots organizations working on local-food initiatives, such as urban gardens and farmers’ markets, each in

their own corner of a community. But as the movement has gained broader appeal, matured to include public policy issues, and expanded to address related concerns such as public health and land conservation, more and more efforts at coordination have emerged at the state and regional levels.

In the Philadelphia area, DVRPC’s work is intended to give shape to a vigorous but scattered local-food movement and to push the conversation from a local to a regional level, tying together urban, suburban, and rural communities.

“Food systems by definition link metropolitan areas to rural landscapes, and so demand a regional look,” says Fred Abousleman, executive director of the National Association of Regional Councils, an alliance of planning groups and councils of governments. “It’s very clear that this is something our members can and should take on, and DVRPC is an innovator for doing so.”

DVRPC is the federally designated metropolitan planning organization for the City of Philadelphia and eight surrounding counties in Pennsylvania and New Jersey, meaning federal and state funding for all of the area’s transportation projects and programs are funneled through

DVRPC. Such money makes up about half the group's budget. Grants from state and local governments and private philanthropy make up the rest, and DVRPC works with those funds on a variety of other planning topics that intersect with, but are not limited to, transportation matters, such as water management, energy conservation, and municipal development.

For example, in recent years the Foundation has funded DVRPC's work supporting the development of neighborhood plans in Philadelphia and a comprehensive technical assistance and revitalization program for the region's older suburbs. That program led DVRPC to develop the Classic Towns of Greater Philadelphia marketing program (www.classictowns.org) to promote these communities.

The Foundation decided to support DVRPC's food systems work last year because of its own emerging interests in food as a linchpin issue for so much of what the Foundation cares about. The Foundation has given money to support local-food promotion efforts, urban community garden programs, and farmland preservation, and also belongs to an affinity group of grant makers in the region that are interested in food.

Foundation officials and others say they were impressed by the deep analysis DVRPC took on for its study, and intrigued by the notion of having a single, quasi-public organization with a wide geographic berth take a leadership role.

"From our national vantage point, it's rare to see a Metropolitan Planning Organization that brings together transportation and land use planning into one coordinated approach," says Ann Fowler Wallace, of the Funders' Network for Smart Growth and Livable Communities. "DVRPC does that and more with its regional food systems study. The organization is way ahead of the curve thinking about food systems and the local economy in the face of climate change and peak oil."

Many others working in the food and farm arena in the area are also pleased to have DVRPC join the field. They welcome the organization's research and planning expertise and appreciate its regional reach.

Marilyn Anthony, southeast regional director of the Pennsylvania Association for Sustainable Agriculture (PASA), says her 18-year-old organization especially values the new perspective DVRPC brings.

"They are coming without an agenda or preconceived ideas and sharing their analysis and the long-range view of a planner," Anthony says. "Sometimes day-to-day you start working with your head down, but DVRPC got our attention and opened up new conversations."

Ann Karlen, executive director of Fair Food Philly, which runs an urban farm stand and other projects to connect local growers with consumers, wholesale buyers, and institutions, praises DVRPC's food-system study for bringing together information and data helpful for the entire sector. Karlen assigned her staff to examine different sections of the 178-page study and share their knowledge with the group.

"We've been talking about moving towards larger volume relationships between farmers and distributors, a larger food-service infrastructure that is humane and sustainable, but we haven't had answers to relevant questions. How much agricultural land is not in production? How much tillable land is there?" Karlen says. "Now we can see this stuff in detail."

While many agree that DVRPC's food-system study is impressive and useful, it is the organization's role as convener that most observers and players cite as



Melissa Shilling/peetstudio

“We’ve been talking about moving towards larger volume relationships between farmers and distributors, a larger food-service infrastructure that is humane and sustainable, but we haven’t had answers to relevant questions. How much agricultural land is not in production? How much tillable land is there? Now we can see this stuff in detail.”

— Ann Karlen, executive director,
Fair Food Philly

most valuable. It is not always easy, they say, to get foundations, nonprofits, businesses, and government officials in the same room together, or even to bring nonprofits of different stripes such as soup kitchens and land trusts together. The organizations may be too busy with their own work to make time for collaboration, or they may not recognize the critical overlap in their work. In some cases, when groups are working on the same issues, competition for support and attention may keep them apart.

“DVRPC has created a safe, non-competitive space for a diverse group of people to break out of their traditional boxes and outside their comfort zones to become part of the same conversation,” says Cathy Weiss, former executive director of the Claneil Foundation and a board member of MANNA, which delivers meals to the homes of

people with HIV/AIDS and other life-threatening diseases.

At a recent networking meeting sponsored by DVRPC, Weiss and MANNA’s CEO, Richard Keaveney, discussed common purpose with other nonprofits, such as The Food Trust, which aim to improve access to nutritious food, especially in underserved neighborhoods.

“We are a food provider, but we are interested in other parts of the food chain,” Keaveney says. “If The Food Trust helps people live healthier lives, then there is less chronic illness, and that speaks to our mission.”

At another DVRPC meeting, Fair Food’s Karlen connected with a regular customer at the Fair Food farm stand. The customer works for SEPTA, the area’s public transit authority, and was invited to the gathering by DVRPC because of her expertise in transportation.

She expressed concerns about the health of SEPTA employees to Karlen, and their conversation led Fair Food to consider ways to partner with SEPTA, such as offering incentives to encourage employees to shop at the farm stand.

Fair Food is already involved in another collaboration born from DVRPC’s efforts. The group joined The Food Trust, Farm to City, and

PASA in developing a program to recruit and train farmers interested in participating in farmers' markets. A typical barrier to such participation is the farmers' lack of retail experience or business skills. The four organizations have together applied for a grant from the U.S. Department of Agriculture to run the program, which would teach farmers about such things as pricing and packaging.

"DVRPC convened us, asked us to brainstorm, and helped with the paperwork," says PASA's Anthony. "We all knew each other before, but DVRPC gave us encouragement and a framework to collaborate where we hadn't before."

Domenic Vitiello, assistant professor of city and regional planning at the University of Pennsylvania, is pleased with DVRPC's early victories, such as the cooperation among nonprofits it has fostered and the acclaim its report has received. But he says the group must brace itself for a more challenging landscape ahead.

For example, even on the stakeholder committee, of which he is a member, Vitiello says some folks see local food as paramount and some folks see the most critical issue as the

preservation of local jobs tied to non-local food, such as the international goods that land in the area's ports.

"When we start talking about bananas and coconuts and pineapples, that's where DVRPC will be in the interesting position of having to balance competing priorities," Vitiello says. "But as a third-party, a kind of data-driven outsider to the food-system movement, I think they'll be in a good position to do it."

In the meantime, DVRPC is rolling along with its grants program, expecting to award as much as \$500,000 this year to programs that incorporate what the organization calls "potentially game-changing" strategies in at least one of five areas: business development, farmland preservation, public awareness and healthy food, natural resource protection, or school system solutions.

DVRPC has already made its leadership awards of \$25,000 each to four local nonprofits with nationally recognized track records in food work: Fair Food, The Food Trust, Greensgrow Farms, and Weavers Way Co-op. The \$155,000 it gave to the Greater Philadelphia Tourism Marketing Corporation to develop and implement a

local-food marketing strategy has already been complemented by an additional \$330,000 from the Foundation.

This year's plans also include working with each individual county in the region to re-examine or develop their own food-systems strategies. DVRPC expects to hold an ideas competition, open to the public, to generate interest in its food and farm work and hear new ideas about how to improve the region's food system.

Another local organization held an ideas competition in the 1990s around transit issues, DVRPC's Hastings recalls, and the winning submission proposed that text messaging, which was yet to explode in popularity, ought to be used to alert riders about the status of their trains. It is that kind of creative thinking that Hastings hopes to inspire when it comes to addressing the region's food system.

"We know we have to think way beyond peaches."

Debra E. Blum is a Philadelphia area freelance writer. She is a regular contributor to The Chronicle of Philanthropy, and author of a 2007 Chronicle feature on emerging trends in food funding. As a reporter and editor, she has closely covered issues related to the nonprofit world, higher education, and college sports.



A Wake Up Call for Arts Groups and Their Funders

Greater Philadelphia boasts a thriving cultural sector, rich in its variety of disciplines, forms of expression, and types of organizations. The arts are integral to Philadelphia's cultural and social fabric, and represent a significant force in the region's economy. But according to a recent study, this vital sector is facing serious financial challenges, and the study's findings are sending waves through the funding community, causing foundations to reexamine their approach to supporting Philadelphia's prized cultural assets.

For example, while most arts and culture organizations in Greater Philadelphia have the goal of breaking even each year, three out of four are in fragile financial health.

That fact is among the more provocative findings of *Getting Beyond Breakeven: A Review of Capitalization Needs and Challenges of Philadelphia-Area Arts and Culture Organizations*, a study by the Technical Development Corporation (TDC), a Boston-based nonprofit consulting and research group. TDC's report, commissioned by the William Penn Foundation and The Pew Charitable Trusts,

challenges arts and culture groups, service organizations, and foundations to confront unmet capitalization needs.



Breaking even has long been the *sine qua non* of financial health in the arts and culture sector, according to Susan Nelson of TDC. But a balanced annual operating budget is only one measure of financial health. It is the balance sheet—a tally of an organization's assets, liabilities, and net worth—that provides a full, accurate picture of an organization's strength and stability, she explains. And therein lies the rub.

When Nelson reviewed the balance sheets of 150 organizations in the five-county Philadelphia area, she found 77 percent were significantly undercapitalized.



An undercapitalized museum, theater, dance company, or music organization may be able to meet payroll, make its monthly rent or mortgage payment, and cover essential costs of doing business, she says. But if one of its programs underperforms, a roof leaks, or a new grant falls through, that organization is in trouble. Undercapitalized nonprofits do not have rainy day funds, Nelson explains. They do not have savings, investments, or deferred maintenance funds for their buildings. They cannot respond to changing markets or invest in new ideas.

TDC's survey of Greater Philadelphia's large, vibrant arts and culture sector found organizations so severely undercapitalized they had "less than 30 days of cash on hand," she says. "Some had less than two weeks of cash on hand, and some had no cash on hand." The data were "agnostic," meaning organizations of every size and across every discipline were struggling.

Nelson researched *Getting Beyond Breakeven* in late 2007 and early 2008, and its daunting data showed a beleaguered sector *before* it was battered by the severe economic downturn that began in the fall of 2008.

The recession has heightened and highlighted the study's signal issues, according to Olive Mosier, director of arts and culture at the Foundation. "The economic downturn underscored the importance of reserves," says Mosier. "Those that had reserves had an easier time."

"Despite my long admiration for the cultural sector here in terms of the high-quality work and committed leadership most groups demonstrate," Mosier says the study makes even more clear "how remarkable their accomplishments are given their financial constraints, which are even greater than we recognized."

"Further, the TDC study gave us a more sophisticated way of looking at an organization's business model and thus understanding their financial structure."

Though its focus is Philadelphia, *Getting Beyond Breakeven* has heightened concerns and sparked conversations in arts service organizations and foundations across the country, according to Alice Carle, program director for the Kresge Foundation, a nationally focused foundation based in Detroit. Many funders worry that weak financial structures are eroding the national cultural landscape, she says, and with reason, according to Nelson.

Undercapitalization is distracting and debilitating, Nelson says. It forces arts managers to “lurch from decision to decision, making short-term artistic and programmatic decisions” that drain their energy and resources. Eventually, operating in crisis mode compromises missions. Cultural organizations break even by cutting to the bone and pulling back, Nelson observes. They shrink the size, scope, and sometimes quality of their programming, often lessening their vitality in the marketplace.

“Breaking even is OK for getting by,” Nelson adds emphatically. “But when you look at the bigger thing you’re trying to accomplish, when you want to create financially healthy organizations that can respond to crisis, that can be innovative, create new products, understand their role in the community, and provide high quality experiences of art and culture, it’s not OK. For organizations to be what they want to be and what you want them to be, you need another yardstick.”



TDC researchers found a “disturbingly high percentage” of financially strained organizations carrying on capital campaigns to fund major expansions that

would further stretch their limited resources, rather than solidify their current position, Nelson notes.

Overambitious capital campaigns are endemic to the arts and culture sector, says Carle. She points to an unprecedented building boom during the past two decades that created an explosion of theaters, concert halls, and museums nationwide. Many of those projects went forward without adequate plans for building reserves, and the arts explosion is now hitting cultural organizations that are ill equipped to manage and maintain large, complex, and expensive facilities, says Carle.

“Very often, arts organizations are too optimistic about what a building is going to do for their ticket sales and for contributions,” says Gregory Rowe, director of cultural initiatives for Pew. “They take a rosy-eyed view of what capital campaigns will do for the organization, and they underestimate the costs of running buildings themselves. And when organizations overreach in their capital programs, their artistic programs—the art itself and what can be created—suffer.”



In the course of her research, Nelson examined the financial literacy in Philadelphia’s nonprofit organizations, to see whether the managers and executives understood the relationship between their organizations’ capital structures and missions.

The good and bad news is that most of them did.

“Most cultural organizations and their boards have made significant strides over the past decade in understanding basic financials and the importance of balancing yearly budgets and breaking even,” says Nelson. A remarkable number of arts managers and executives also understand the need for a more diversified, balanced approach to managing their assets, income, and expenses, she says.

“They could tell you they were undercapitalized, how that affected their creativity and their ability to change their place in the market, how they couldn’t turn right or left and respond to those changes.”

But several also said there were no incentives to change their business models or to rethink strategic plans, Nelson laments.

“People said they were afraid to talk about capitalization issues



TDC's study, *Getting Beyond Breakeven* is available online at williampennfoundation.org

to their donors and funders, because they were afraid of appearing weak,” says Nelson. “These groups worry that if they look too fragile, no one will fund them, that if they get too honest about their overall financial conditions, they won’t attract good board members. They resist being seen as needy or failed organizations. And there’s a pervasive, realistic fear that no one gives money to improve bottom lines.”



TDC’s findings do not suggest that foundations and donors have to fund capitalization, says Nelson. But they should look beyond the profit and loss statement to what is on an organization’s balance sheet before they dole out dollars.

Money spent on creative organizations’ worthy projects is not always well spent.

Because large foundations are one of the few sources of significant financial support cultural organizations can tap into, struggling arts groups scramble, scrape, and frequently overextend themselves to qualify for five- and six-figure foundation awards, Nelson says, by way of example.

All too often, an organization that “can barely afford to pay

“If we’re going to change the sector, we have to promote something other than breakeven. We have to show organizations that if you have reserves on your balance sheet you have at least a cushion to weather the ups and down, and enough working capital to be nimble enough to face new challenges and changes in the market.”

— Alice Carle, program director, Kresge Foundation

its light bill chases the dollar that’s out there,” lays plans for an ambitious new program that fits within a foundation’s funding priorities, and gets a sizable grant, she says.

However superb the artistry, worthwhile the program, and admirable the funder’s intentions, the program may fall short of its goals if it is not supported by a stable core operation, Nelson warns. “If you can’t pay the light bill, what are you doing creating new programs that are probably outside your core capabilities?” she asks rhetorically. And what is a funder doing signing sizable checks to a company that really cannot pay its light bill, or the barebones staff it needs, or

for a marketing campaign to support the grant?

“When major foundations hold breaking even out as a yardstick, it becomes a shared set of values,” says Nelson. “Grantees hold it as a value. Their boards have all adopted it as a value. They have no motive or way to accumulate assets, so you have organizations continually in crisis because they have no reserves.”



Getting Beyond Breakeven is a wake-up call to foundations, donors, and board members to look at cultural support systems through a new lens, Nelson says.

Carle of the Kresge Foundation agrees. “If we’re going to change the sector, we have to promote something other than break-even. We have to show organizations that if you have reserves on your balance sheet you have at least a cushion to weather the ups and downs, and enough working capital to be nimble enough to face new challenges and changes in the market,” she says.

Those challenges are formidable, Carle adds. In Philadelphia and most major metropolitan areas, the arts and culture sector is growing faster than the population. Arts and entertainment markets are saturated with

offerings, and competition for audience time and attention is fiercer than ever, says Carle. Nonprofit organizations should understand that they now compete not just with other nonprofits but with live commercial entertainment, digital programs, and media outlets such as HBO.

“There is no right way to capitalize an institution,” says Carle. “Each one has to do a comprehensive analysis of their work, market, strategic plan, and business plan. Each one has to figure it out.”

For all their due diligence about breaking even, most cultural organizations have a poor understanding of their overall needs and unrealistic expectations about what they need to thrive, not merely survive, adds Rowe of Pew.

“When you ask organizations what outcome they want, it’s usually about making good work,” he says. “For their own sake, they need to realistically consider how big decisions impact the work they need and want to do. For instance, community leaders often want to honor the significant events that transpired in their towns by restoring historic houses and turning them into museums. But house museums are not very popular with the public.

As a result, many fall into despair for lack of ongoing funding.”

Organizations and foundations are not the only ones who ought to be paying attention, adds Rowe. “This is about boards waking up. It’s about civic leaders waking up. Boards and donors need to do more to educate themselves.”

“Our emphasis has been on getting organizations on track to eliminate a deficit or not go there. But we hadn’t thought enough about helping organizations to build reserves,” says Mosier. “We need to think about these issues in a much more aggressive way. This is something we should be working on with grantees.”

“Pew and William Penn are working with TDC to see if there is a tool that can be created to help organizations assess their capitalization needs,” notes Mosier. “We want to work with grantees to find a way of helping them get there.”

“The Philadelphia region has an extraordinary cultural sector, and we want to help ensure it stays that way.”

Maureen Dezell is an independent journalist, author, and former Boston newspaper reporter who covered arts and culture for The Boston Globe, politics for the Boston Phoenix, and health care for The Boston Business Journal.



Stemming the Dropout Tide

Dropping out of school is a process, one that can take years. Most students disengage in stages, each for a unique and sometimes tangled set of reasons that go beyond what is or is not happening in the classroom.

About 40 percent of students in Philadelphia public and charter schools do not graduate within six years of starting the ninth grade. For some, the contributing factors are obvious. Most young people do not make it through school after being in out-of-home juvenile justice placement. Pregnant or parenting teens do not fare much better. The academic detours posed by abuse, neglect, or placement in foster care usually turn out to be permanent. These “agency-involved” youth represent about a third of Philadelphia’s dropouts, but the overwhelming majority of out-of-school youth drift away more or less invisibly, their complaints of boredom often code for “I felt so far behind, I checked out.”

This trajectory is one that no urban school system has been able to alter significantly, yet

Project U-Turn, a citywide collaboration of more than 50 youth-serving agencies, has used groundbreaking research to design and implement innovative strategies to do just that.



Tommy Leonardi/Courtesy of PVM

The project began five years ago with Philadelphia’s selection as part of a national initiative funded primarily by the Bill & Melinda Gates Foundation, the Carnegie Corporation of New York, and the Charles Stewart Mott Foundation, with significant local investment from the William Penn Foundation. Since then, the project has leveraged more than \$100 million in new and reallocated money to pursue change in the systems that are not working for these young people.



Jenny Bogoni/Courtesy of PYN



Tommy Leonard/Courtesy of PYN

Reports on Project U-Turn's progress are available online at www.projectturn.net/reports.html

Project U-Turn pushed the city's dropout crisis to front and center of the public agenda by getting the message out that everyone who lives and works in the region has a stake in finding a solution. Students who leave school without graduating represent a waste of individual potential and are a serious drag on Philadelphia's economy. "Simply put, the world has changed and there is no work for high-school dropouts," says Robert Balfanz, a Johns Hopkins University researcher and co-author of the research that underpins Project U-Turn's strategies. Unemployed dropouts translate into a loss of more than \$2 billion in income that could have been spent on goods and services in the region, and another \$500 million in lost taxes. Reduced human capital hobbles Philadelphia's prospects to compete for the jobs of the 21st century.

In his inaugural address in 2008, Mayor Michael Nutter vowed to cut the city's dropout rate in half within five to seven years. "That has created a whole new set of opportunities," says Laura Shubilla, co-president of Philadelphia Youth Network (PYN), the collaborative's

managing partner. "We're not fighting for it to be a priority. It is a priority."

Cutting-edge research helped to identify, with unprecedented clarity, who was dropping out, when, and sometimes why. In partnership with the Philadelphia Education Fund, Balfanz and co-author Ruth Curran Neild of the University of Pennsylvania (now with Johns Hopkins), used a unique set of data obtained from the Kids Integrated Data System (KIDS) developed at the University of Pennsylvania. KIDS allowed the researchers to merge data from the school district with data held by city agencies to track individual students over several years. Their 2006 report, "Unfulfilled Promise," revealed the true size of Philadelphia's dropout problem: only about half of public school students graduated on time, while only about 60 percent graduated in six years. The research also underscored the enormity of the challenge. While some students made it as far as 11th and 12th grade before leaving school, a large number of dropouts had fewer than eight credits out of 23.5 required to graduate. "It's a long way to go from an academic point of view," says Neild.

Balfanz and Neild's research showed that many students started getting off track before or early in the ninth grade, with some children showing warning signs as early as sixth grade (sixth grade indicators were documented in separate research by Balfanz and the Philadelphia Education Fund). The research, complemented by comments from students collected in focus groups, suggested several possible ways to get students to come back to school or motivate them to stay there, and confirmed the need to coordinate the huge, disparate systems students come in contact with and sometimes get lost in, including the schools, the juvenile justice system, and the city Department of Human Services (DHS).

Since the research was reported, the Project U-Turn collaborative, led by a 17-member steering committee representing each sector that serves youth in the city, has spurred major systemic changes in agencies long used to doing things the way they have always done them.

"It's not about bad people doing a bad job; it's about big systems moving under their own weight,"

says Lori Shorr, the city's Chief Education Officer. "How do you get people to slow down for two seconds and talk about how their systems can be better coordinated?"

Much of Project U-Turn's success is due to the effectiveness of its managing partner. "PYN is the glue that keeps it all together. It's always trying to think three steps ahead," says Courtney Collins-Shapiro, director of the school district's Office of Multiple Pathways to Education, reflecting the assessment of other project partners.

A prime example of cross-sector collaboration was the establishment in 2008 of a first-in-the-nation Re-Engagement Center to provide a one-stop opportunity for out-of-school youth to begin the process of coming back to school. At the center, located at the school district headquarters, clients are welcomed by interns who provide peer support, then interviewed by counselors from the city's office of Community Behavioral Health to determine if problems like depression, anxiety, or hyperactivity require referrals. They are counseled by advisors from the city's DHS

who can pull up all their records, courtesy of a computer system that has meshed together data from the schools and city. The advisors work with the young people to decide on the most appropriate program for them. Currently 5,000 slots are available in a variety of programs, including privately run accelerated schools, where students can earn twice the number of credits per semester than traditional high schools; late afternoon programs; E3 Centers (Education, Employment and Empowerment) funded through the federal Temporary Assistance to Needy Families program and Workforce Investment Act; and Gateway to College, operated in partnership with Community College of Philadelphia, where students can earn high school and college credit simultaneously.

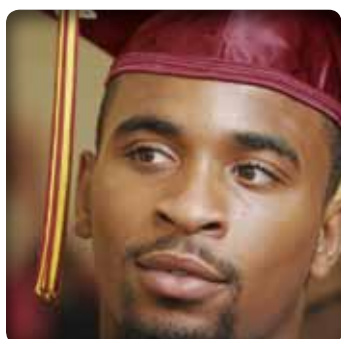
The collaboration extends to the Re-Engagement Center's funding streams, which are braided together from several sources including schools, government agencies, and the referral network of educational resources. Since opening, the center has served more than 4,000 people and a satellite center in a predominantly



Jenny Bogoni/Courtesy of PPN



Tommy Leonardi/Courtesy of PPN



Tommy Leonardi/Courtesy of PPN

Latino neighborhood in North Philadelphia opened in May.

Working together, Project U-Turn partners also have developed strategies aimed at preventing students from dropping out in the first place. A new Re-Entry Initiative assessment program aids in the transition from incarceration back to school. Teen parent classrooms operate in 27 schools and some on-site child care is available. A new initiative will coordinate efforts by the Philadelphia School District, city courts, and the DHS to develop a citywide truancy reduction plan. A new Education Support Center in DHS will track the educational progress of the children in its care, with staff in the department working with schools to provide support to students at risk.

“Both the Education Support Center and the new truancy plan represent stunning cases of policy development at the point where local government services meet the vulnerable population in need,” Mayor Nutter says.

Philadelphia Schools Superintendent Arlene Ackerman has made the early warning data available to all Philadelphia schools and included the

“The combination of community and mayoral engagement and district commitment has resulted in real on-the-ground changes that are paying off in higher graduation rates.”

— Lili Allen, program director, *Jobs for the Future*

number of students on track to graduate on each school’s report card. In addition, Summer Bridge programs and individual mentoring for incoming ninth graders are in place at seven comprehensive high schools. In two middle schools, school staff, social workers, and AmeriCorps-funded participants in the City Year service program are acting as “naggers and nurturers” to sixth graders exhibiting warning signs of eventually dropping out.

Since Project U-Turn’s launch, the public school on-time graduation rate is up nearly 10 percent (comparing 2006 figures to 2008). Has Philadelphia found the winning formula to reach its ambitious goals? The short answer is, it is too soon to know.

Next on the horizon is evaluating the current programs and, in what may be the most

challenging task of all, giving them a fair chance to work.

Young people who were “over-aged and under-credited” will not suddenly be transformed into overachievers. It cannot be known for years whether various interventions will work as intended. The key is to balance a commitment to transparency with providing enough time for the programs to gear up, get everyone moving in the right direction, and even to make mistakes and learn from them.

It is not too soon to know that Philadelphia has become a national model for confronting the dropout crisis.

“Cities around the country continue to learn from the Project U-Turn effort,” says Lili Allen, program director of Jobs for the Future, a national nonprofit research and advocacy group. “The combination of community and mayoral engagement and district commitment has resulted in real on-the-ground changes that are paying off in higher graduation rates.”

Carol Towarnicky is a freelance journalist. She is a former editorial writer and columnist for the Philadelphia Daily News, covering a range of topics including women's and children's issues, health care, politics, and Fairmount Park.

PROJECT U-TURN DATA



Tommy Leonard/Courtesy of PFM

Graduation Rate: 59.7%

Six-year cohort graduation rate for the Class of 2006. (The four-year “on-time” cohort rate for Class of 2006 = 48.9% and for Class of 2008 = 58.7%. The six-year rate for the Class of 2008 to be determined post-June 2010.)



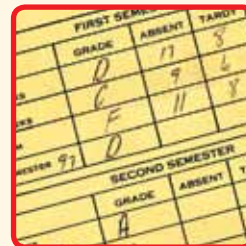
Hoping to Go Back: 1,000+

Number of youth on waiting list for Multiple Pathways slots as of January 2009.



Multiple Pathways: 3,550

Number of youth in Multiple Pathways slots as of January 2009.



On Track to Graduation: 58.5%

Percentage of first-time 9th graders in 2006–08 (Class of 2011) who accumulated 5 or more credits and passed English 9 and Algebra 1.

These statistics are published in an April 2009 update to the community entitled, “Project U-Turn @ 2.5”.



Our Founders

Otto Haas was the quintessential entrepreneur. Forced to go to work at the age of 15 after the death of his father, a civil servant in Stuttgart, Germany, Otto partnered with the chemist Otto Röhm, little more than a decade later, to create the Rohm and Haas Company, a maker of leather tanning materials. Haas expanded the fledgling company to Philadelphia in 1909 and worked tirelessly over the next half century to create a successful American corporation, which he ran with a firm hand up until two days before his death in 1960.

Otto had a dynamic and influential partner in Phoebe Haas. Born on the North Dakota frontier, she traveled to Vassar and Berkeley to earn undergraduate degrees in mathematics and astronomy. She was among the first women to earn a Ph.D. in astronomy, and met her husband in 1913 while traveling to



Otto and Phoebe Haas

South America to study the southern sky. Otto and Phoebe were married in 1914.

Together, they created the Phoebe Waterman Foundation in 1945, to help fatherless children (including those who had lost a father during World War II) and support medical and educational institutions. Upon his death, much of Otto's estate was given to the Foundation.

The legacy of the Haas family, so ably led by John and F. Otto through the closing decades of the 20th century continues today, with F. Otto's son Thomas serving as chair of the corporation and John's son David as chair of the board.

Sons F. Otto and John C. Haas, who followed their father into the family business, took on leadership roles at both the chemical company and the Foundation. In terms of philanthropy, F. Otto and his wife Dorothy (who also served on the board) were most interested in protecting open green space, historic preservation, and arts and cultural institutions. John and his wife Chara primarily focused on efforts to improve the quality of life for children and families, especially in disadvantaged communities.

Along the way, the brothers chose to name the foundation after William Penn, a 17th century Quaker whose pursuit of an exemplary society led to his founding of Philadelphia, the City of Brotherly Love.

These quiet, soft spoken, but persistent brothers helped transform the area around Independence Mall from a neglected part of the city to an international tourist destination, reinvigorated both the local and national Boys and Girls Club and



John C. (left) and F. Otto Haas (right)



Dorothy and F. Otto Haas



Chara C. and John C. Haas

Robert Salgado/Courtesy of Morris Arboretum

WHY WILLIAM PENN? THE FOUNDATION IS NAMED FOR THE 17TH-CENTURY QUAKER WHOSE PURSUIT OF AN EXEMPLARY SOCIETY AND UNDERSTANDING OF HUMAN POSSIBILITIES LED TO HIS FOUNDING OF PHILADELPHIA, THE CITY OF BROTHERLY LOVE.

United Way organizations, transformed the Morris Arboretum, and supported efforts to improve opportunities for minorities in Philadelphia and as far away as South Africa. Their accomplishments were recognized in 1987 with the Powell Award, Philadelphia's highest award for vital contributions to the city's health. They were chosen "not just for their philanthropy, but for their personal commitment to improve the quality of living conditions in Philadelphia."

John served as chairman of the board of the Foundation until 1992, more than 32 years in that leadership position. F. Otto died in 1994, but his legacy has been furthered by his brother and the next generation of their family, who currently lead the Foundation.

In 2009, just a few months short of its 100th anniversary, the Rohm and Haas Company was acquired by The Dow Chemical Company. In December 2009, John directed a significant portion of the family's charitable assets from that sale to the

William Penn Foundation in the same low-key manner in which his parents had contributed their own personal wealth over time.

The contribution of \$747 million in assets to the Foundation strengthens its capacity and ensures a strong future for its work. The legacy of the Haas family, so ably led by John and F. Otto through the closing decades of the 20th century continues today, with F. Otto's son Thomas serving as chair of the corporation and John's son David as chair of the board.

Thanks to John and the tangible and intangible gifts that he, his brother, and his parents have given, the Foundation will continue to play an important role as an institution devoted to improving the quality of life in Greater Philadelphia.

Laura Hadden is the principal of Riverbend Communications, a Philadelphia-area firm specializing in writing and editing. She spent most of her career with the Rohm and Haas Company in a variety of communications roles, and has known both John C. and F. Otto Haas for many years.



John C. Haas



F. Otto Haas



Founding Philosophies

Our Vision

Advancing a dynamic, diverse region with meaningful opportunity.

Our Values

Stewardship:

The Foundation's funds belong to the community at large. Members, directors, and staff act as trustworthy and responsible stewards of these funds, seeking to direct resources with wisdom and compassion. They strive to ensure that our grantmaking is not only relevant, effective, and efficient, but also mindful of the opportunity gap between low-income residents and their more advantaged peers.

Respect for Others:

Members, directors, and staff value and respect all persons, recognizing that persons of disparate gender, race, age, religion, economic level, sexual orientation, and capacity contribute meaningfully to our world. All persons are treated with honesty, integrity, and fairness.

Commitment to Collaboration:

Participation of the public, as well as that of other grantmakers and Foundation directors and

staff, is sought to clarify issues of community concern and is facilitated through our role as a convener. Collegial relationships, collaboration, discussion, debate, and exchange of information are encouraged.

Learning:

Grantees' accomplishments and the Foundation's activities, including evaluation and education efforts, provide means to promote learning and convey information to interested others. Foundation members, directors, and staff value learning opportunities that enhance the well-being of the region and its citizens.

Communication:

Communications advance the Foundation's mission by enhancing the impact of our grantmaking and the effective use of our resources. Members, directors, and staff value clarity, coherence, and simplicity in communications. They listen and seek to learn from others in order to function with maximum efficacy.

Our Mission

To improve quality of life in the Greater Philadelphia region through efforts that foster rich cultural expression, strengthen children's futures, and deepen connections to nature and community. In partnership with others, we work to advance a vital, just, and caring community.

Our Principles

Long-Term Focus:

We focus on work that will strengthen the region's viability and sustainability for the long term, rather than confining our efforts to short-term goals.

Integration:

Whenever possible, we integrate grantmaking throughout rural, suburban, and urban areas of the Philadelphia region and across Foundation grantmaking categories.

Achievability:

We support work that is based on sound objectives and measurement practices, is ambitious but achievable, and is relevant to our grantmaking capacity to contribute. We understand that success is predicated on the presence of social capital and viable partners and on sharing and applying insights learned from previous work in the field.

Leverage:

We focus on work that has a multiplier effect; we seek points of leverage, including alignment of interests across the private and public sectors.

Relevance:

We regularly and consistently ask our community for information regarding significant challenges faced by our region and for feedback about the value and effectiveness of our work and the relevance of our planned future directions.

Statements of Financial Position*

YEARS ENDED DECEMBER 31, 2009 AND 2008		
ASSETS	2009	2008
Cash	\$ 38,429	\$ 98,793
Investments	1,899,005,063	984,217,755
Securities lending collateral	92,986,575	85,616,748
Program related investments	3,500,000	5,500,000
Other assets	1,121,280	463,056
Property and equipment, net	390,888	369,474
Pension plan, net	550,829	661,293
Total assets	1,997,593,064	\$ 1,076,927,119
LIABILITIES AND NET ASSETS		
Grants payable, net	30,491,019	46,911,557
Securities lending collateral obligations	92,986,575	85,616,748
Post-retirement health care benefits	2,100,045	1,967,186
Accrued expenses and other liabilities	215,315	210,151
Total liabilities	125,792,954	134,705,642
Net assets	1,871,800,110	942,221,477
Total liabilities and net assets	\$ 1,997,593,064	\$ 1,076,927,119

** Because the Foundation's annual audit was not complete at press time, this statement is unaudited as presented. This statement excludes beneficial interest in trusts.*

Statements of Activities*

YEARS ENDED DECEMBER 31, 2009 AND 2008		
REVENUES	2009	2008
Interest	\$ 1,005,384	\$ 2,960,861
Dividends	23,547,176	35,374,902
Grants from Otto Haas Charitable Trusts	767,084,353	27,294,110
Net realized and unrealized gains (losses)	198,697,723	(468,752,686)
Total revenue	990,334,636	(403,122,813)
GRANTS AND OPERATING EXPENSES		
Grants expense	49,325,439	77,984,203
Program administration and general expenses	6,094,263	6,947,882
Investment expenses	4,955,171	5,440,755
Federal excise tax and income taxes	381,130	1,313,908
Total grants and operating expenses	60,756,003	91,686,748
Change in net assets	929,578,633	(494,809,561)
Unrestricted net assets, beginning of year	942,221,477	1,437,031,037
Unrestricted net assets, end of year	\$ 1,871,800,110	\$ 942,221,477

* Because the Foundation's annual audit was not complete at press time, this statement is unaudited as presented.

2009 Grant Facts

Letters of Inquiry Received	286
Eligible Proposals Received	264
New Grants Approved	246
Dollars Awarded for New Grants (excluding small and matching gifts) ¹	\$47,389,727
Active Grants from Prior Years	215
Total Active Grants	461
Total Payments on Grants (excluding small and matching gifts)	\$63,545,092

¹ Does not include secondary grant area information on six grants shared between more than one grant area.

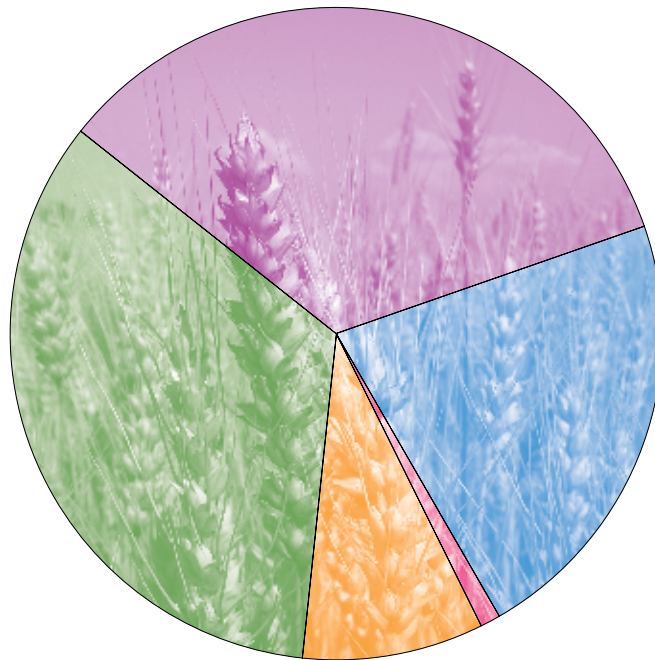
New and Active Grants, 2009






	Number of New Grants ¹	Number of Active Grants- Prior Years	Total Active Grants	2009 New Appropriations ²	2009 Total Payments on Active Grants ²
Arts & Culture	65	50	115	\$14,167,070	\$14,254,334
Children, Youth, & Families	51	67	118	\$12,633,355	\$21,818,932
Environment & Communities	89	78	167	\$18,667,222	\$21,541,041
Opportunity Fund	41	18	59	\$1,922,080	\$5,508,660
50th Anniversary	0	2	2	\$0	\$422,125
2009 Totals	246	215	461	\$47,389,727	\$63,545,092

¹ Does not include secondary or tertiary grant information on six grants shared between more than one program area.

² Does not include small and matching gifts appropriations totaling \$1,206,464.

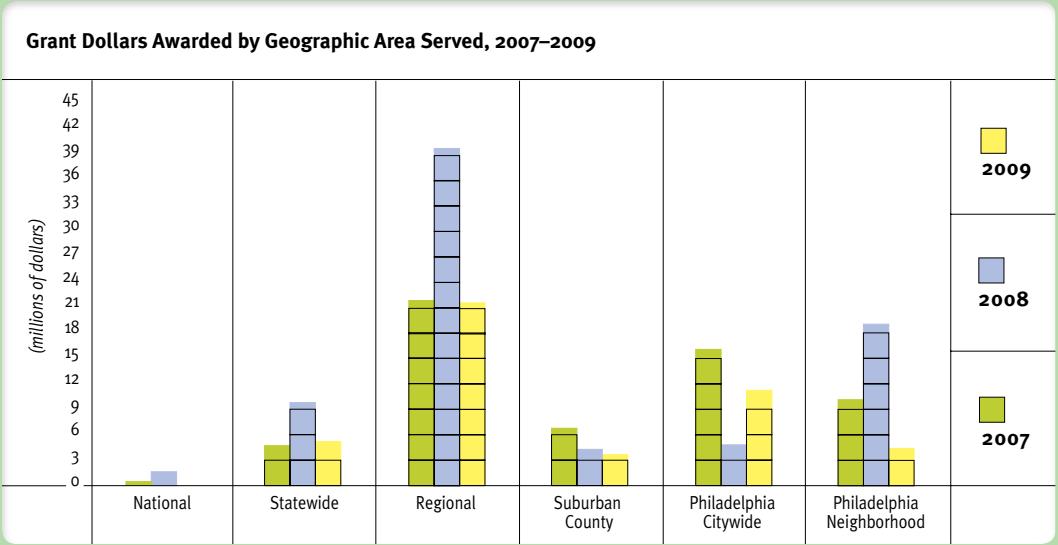
Grant Payments by Category*



				
Arts & Culture	Children, Youth, & Families	Environment & Communities	Opportunity Fund	50th Anniversary
\$14,254,334	\$21,818,932	\$21,541,041	\$5,508,660	\$422,125
22%	34%	34%	9%	1%

** Does not include small and matching gifts appropriations totaling \$1,206,464.*

Grant Dollars Awarded by Geographic Area Served and Organizational Income Level, 2007–2009



Arts & Culture

11th Hour Theatre Company

Philadelphia, PA
\$39,600 over 10 months

1812 Productions, Inc.

Philadelphia, PA
\$346,500 over 36 months
\$53,539 over 16 months

Academy of Vocal Arts

Philadelphia, PA
\$209,197 over 40 months

Act II Playhouse, Ltd.

Ambler, PA
\$27,500 over 3 months

Arden Theatre Company

Philadelphia, PA
\$600,000 over 40 months

Association for the Colonial Theater

Phoenixville, PA
\$82,500 over 6 months

Astral Artistic Services

Philadelphia, PA
\$247,500 over 36 months

Azuka Theatre Collective

Philadelphia, PA
\$44,110 over 6 months

BalletX

Philadelphia, PA
\$247,500 over 36 months

Barnes Foundation

Merion, PA
\$400,000 over 22 months

Brat Productions, Inc.

Philadelphia, PA
\$180,000 over 36 months

Bristol Riverside Theater Company, Inc.

Bristol, PA
\$490,875 over 32 months
\$70,675 over 4 months

Nichole Canuso

Dance Company, Inc.
Philadelphia, PA
\$27,500 over 15 months

Clay Studio

Philadelphia, PA
\$206,250 over 15 months

Concerto Soloists of Philadelphia

Philadelphia, PA
\$600,000 over 36 months

Conservation Center for Art and Historic Artifacts

Philadelphia, PA
\$192,500 over 18 months
\$46,450 over 4 months

Dance USA

Washington, DC
\$1,188,000 over 40 months
\$70,300 over 7 months

Samuel S. Fleisher Art Memorial, Inc.

Philadelphia, PA
\$300,000 over 31 months

Friends of the Japanese House and Garden

Philadelphia, PA
\$214,500 over 30 months

Fund for Philadelphia, Inc.*Philadelphia, PA*

\$41,800 over 3 months

German Society of Pennsylvania*Philadelphia, PA*

\$115,500 over 6 months

**Greater Philadelphia Chamber of
Commerce Regional Foundation***Philadelphia, PA*

\$380,000 over 40 months

**Greater Philadelphia
Cultural Alliance***Philadelphia, PA*

\$450,000 over 12 months

Independence Seaport Museum*Philadelphia, PA*

\$75,141 over 6 months

Interact, Inc.*Philadelphia, PA*

\$375,000 over 31 months

**Kùlú Mèlé African American
Dance Ensemble***Philadelphia, PA*

\$178,200 over 38 months

LaSalle University*Philadelphia, PA*\$247,500 over 24 months¹**Main Line Art Center***Haverford, PA*

\$156,751 over 33 months

**Mann Center for the
Performing Arts***Philadelphia, PA*

\$350,000 over 8 months

James A. Michener Art Museum*Doylestown, PA*

\$79,200 over 12 months

Mid Atlantic Arts Foundation, Inc.*Baltimore, MD*

\$635,000 over 24 months

Moore College of Art and Design*Philadelphia, PA*

\$65,340 over 22 months

Musicopia, Inc.*Philadelphia, PA*

\$253,688 over 14 months

Network for New Music*Philadelphia, PA*

\$82,500 over 38 months

Nonprofit Finance Fund*New York, NY*

\$3,500 over 2 months

\$457,598 over 18 months

Opera North, Inc.*Glenside, PA*

\$247,500 over 36 months

Penn Praxis, Inc.*Philadelphia, PA*

\$15,000 over 3 months

¹Shared with Children, Youth, & Families
and Environment & Communities

Arts & Culture *continued***Pennsylvania Academy
of the Fine Arts**

Philadelphia, PA
\$440,000 over 31 months

Philadelphia Dance Projects

Philadelphia, PA
\$110,000 over 28 months

Philadelphia Fringe Festival

Philadelphia, PA
\$52,800 over 22 months

**Philadelphia Orchestra
Association**

Philadelphia, PA
\$250,000 over 5 months

Philadelphia Singers

Philadelphia, PA
\$248,600 over 24 months

Philadelphia Theatre Company

Philadelphia, PA
\$82,500 over 4 months
\$750,000 over 33 months²

Philagrafika

Philadelphia, PA
\$176,968 over 22 months

Piffaro The Renaissance Band

Philadelphia, PA
\$159,500 over 24 months

**Raíces Culturales
Latinoamericanas, Inc.**

Philadelphia, PA
\$280,700 over 34 months

Red Heel Theater Company, Inc.

Philadelphia, PA
\$80,025 over 6 months

Relâche, Inc.

Philadelphia, PA
\$82,500 over 12 months

Spiral Q Puppet Theater, Inc.

Philadelphia, PA
\$80,982 over 12 months

**Technical Development
Corporation**

Boston, MA
\$33,401 over 6 months
\$59,599 over 12 months
\$350,000 over 13 months

Tempesta di Mare, Inc.

Philadelphia, PA
\$111,840 over 28 months

Theatre Horizon

Norristown, PA
\$16,500 over 12 months

**University of Pennsylvania -
Institute of Contemporary Art**

Philadelphia, PA
\$214,362 over 28 months

**University of Pennsylvania -
Museum of Archaeology and
Anthropology**

Philadelphia, PA
\$243,415 over 19 months

Vox Populi

Philadelphia, PA
\$76,664 over 17 months

Wilma Theater, Inc.

Philadelphia, PA
\$385,000 over 37 months

²Shared with Opportunity Fund

Children, Youth, & Families

Academy for Educational Development

New York, NY
\$114,302 over 8 months

Boys and Girls Club of Camden County

Camden, NJ
\$286,000 over 36 months

Camden Center for Youth Development

Camden, NJ
\$30,800 over 4 months

Center for Literacy, Inc.

Philadelphia, PA
\$56,498 over 3 months
\$237,859 over 12 months

Children's Hospital of Philadelphia

Philadelphia, PA
\$326,953 over 42 months

Children's Literacy Initiative

Philadelphia, PA
\$300,000 over 12 months

Community Legal Services, Inc.

Philadelphia, PA
\$6,610 over 1 month

Council for a Strong America Fight Crime - Invest in Kids

Harrisburg, PA
\$275,000 over 24 months

Delaware Valley Association for the Education of Young Children

Philadelphia, PA
\$82,500 over 6 months

Education Voters Institute

Washington, DC
\$200,000 over 12 months

Food Bank of South Jersey

Pennsauken, NJ
\$100,000 over 12 months

Fund for Philadelphia, Inc.

Philadelphia, PA
\$180,000 over 24 months³
\$9,880 over 10 months

Grantmakers for Children, Youth and Families

Silver Spring, MD
\$350,000 over 24 months

Juvenile Law Center

Philadelphia, PA
\$200,000 over 24 months

Keystone Research Center, Inc.

Harrisburg, PA
\$140,400 over 24 months

LaSalle University

Philadelphia, PA
\$247,500 over 24 months⁴

Neighborhood Interfaith Movement, Inc.

Philadelphia, PA
\$586,080 over 12 months

OMG Center for Collaborative Learning

Philadelphia, PA
\$72,215 over 7 months
\$106,310 over 12 months

Pennsylvanians for Modern Courts

Philadelphia, PA
\$165,000 over 24 months

Philabundance

Philadelphia, PA
\$400,000 over 12 months

Philadelphia Academies, Inc.

Philadelphia, PA
\$272,153 over 12 months

³Shared with Opportunity Fund

⁴Shared with Arts & Culture and Environment & Communities

Children, Youth, & Families continued

Philadelphia Education Fund

Philadelphia, PA
\$200,000 over 21 months

Philadelphia Physicians for Social Responsibility, Inc.

Philadelphia, PA
\$82,500 over 24 months

Philadelphia Youth Network

Philadelphia, PA
\$1,363,000 over 24 months
\$633,105 over 24 months

Public Interest Law Center of Philadelphia

Philadelphia, PA
\$22,000 over 12 months

Public Private Ventures

Philadelphia, PA
\$131,511 over 12 months

Research for Action, Inc.

Philadelphia, PA
\$362,500 over 24 months
\$82,500 over 10 months

Resources for Human Development, Inc.

Philadelphia, PA
\$300,000 over 24 months

Schott Foundation for Public Education

Cambridge, MA
\$3,750 over 12 months

Support Center for Child Advocates

Philadelphia, PA
\$265,984 over 24 months
\$1,425 over 3 months

Team Pennsylvania Foundation

Harrisburg, PA
\$50,000 over 4 months

Third Sector New England

Boston, MA
\$6,290 over 3 months

United Communities Southeast Philadelphia

Philadelphia, PA
\$759,616 over 24 months

United Way of Southeastern Pennsylvania

Philadelphia, PA
\$605,000 over 12 months
\$23,705 over 12 months
\$7,800 over 12 months

University of Pennsylvania - Graduate School of Education

Philadelphia, PA
\$1,177,959 over 36 months

Voices for America's Children

Washington, DC
\$15,000 over 12 months

Women's Community Revitalization Project

Philadelphia, PA
\$264,312 over 24 months

Women's Law Project

Philadelphia, PA
\$400,000 over 24 months

Youth Empowerment Services

Philadelphia, PA
\$200,000 over 12 months

Zero to Three: National Center for Infants, Toddlers & Families

Washington, DC
\$225,000 over 24 months

Environment & Communities

10,000 Friends of Pennsylvania

Harrisburg, PA
\$352,000 over 18 months

Academy of Natural Sciences of Philadelphia

Philadelphia, PA
\$132,000 over 18 months

American Rivers, Inc.

Washington, DC
\$137,500 over 18 months

Appalachian Mountain Club

Boston, MA
\$385,000 over 24 months

Association of New Jersey Environmental Commissions

Mendham, NJ
\$225,000 over 24 months

Awbury Arboretum Association, Inc.

Philadelphia, PA
\$82,500 over 12 months

Berks County Community Foundation

Reading, PA
\$82,500 over 12 months

Berks County Conservancy

Reading, PA
\$45,000 over 12 months

Bicycle Coalition of Greater Philadelphia

Philadelphia, PA
\$82,500 over 9 months
\$82,500 over 9 months

Camden Churches Organized for People, Inc.

Camden, NJ
\$71,000 over 8 months

Camden City Garden Club, Inc.

Camden, NJ
\$165,000 over 12 months

Center City District

Philadelphia, PA
\$16,900 over 12 months
\$69,000 over 12 months
\$55,000 over 12 months
\$605,000 over 12 months⁵

Center for Architecture

Philadelphia, PA
\$25,000 over 24 months
\$82,500 over 6 months

Center for Independent Documentary, Inc.

Sharon, MA
\$10,000 over 7 months

Citizens for Pennsylvania's Future

Harrisburg, PA
\$44,000 over 6 months

City of Philadelphia - Deputy Mayors' Office for Planning and Economic Development & Director of Commerce

Philadelphia, PA
\$250,000 over 24 months

Community Design Collaborative of AIA Philadelphia

Philadelphia, PA
\$396,000 over 18 months

Community Foundation of Greater Johnstown

Johnstown, PA
\$50,000 over 12 months
\$25,000 over 6 months

Conserve Wildlife Foundation of New Jersey

Trenton, NJ
\$25,000 over 9 months

⁵Shared with Opportunity Fund

Environment & Communities *continued***Cooper's Ferry Development Association, Inc.**

Camden, NJ
\$82,500 over 12 months

D&R Greenway Land Trust, Inc.

Princeton, NJ
\$132,000 over 12 months

Delaware River City Corporation

Philadelphia, PA
\$82,500 over 12 months

Delaware River Waterfront Corporation

Philadelphia, PA
\$660,000 over 18 months
\$1 million over 24 months⁶

Delaware Valley Grantmakers

Philadelphia, PA
\$40,000 over 12 months

Delaware Valley Regional Planning Commission

Philadelphia, PA
\$1,375,000 over 24 months
\$77,000 over 6 months
\$82,500 over 12 months

Fairmount Park Conservancy

Philadelphia, PA
\$82,500 over 6 months

Friends of Penn Treaty Park

Philadelphia, PA
\$82,500 over 12 months

Fund for Philadelphia, Inc.

Philadelphia, PA
\$78,000 over 6 months⁷
\$156,000 over 12 months⁸

Funders' Network for Smart Growth and Livable Communities, Inc.

Coral Gables, FL
\$225,000 over 18 months

Greater Philadelphia Coalition Against Hunger

Philadelphia, PA
\$82,500 over 18 months

Greater Philadelphia Urban Affairs Coalition

Philadelphia, PA
\$82,500 over 6 months

GreenSpace Alliance, Inc.

Philadelphia, PA
\$374,000 over 24 months

Heritage Conservancy

Doylestown, PA
\$82,500 over 6 months

Housing Alliance of Pennsylvania

Glenside, PA
\$495,000 over 24 months

Housing and Community Development Network of New Jersey, Inc.

Trenton, NJ
\$486,000 over 24 months

Institute for Conservation Leadership

Takoma Park, MD
\$220,000 over 24 months
\$66,000 over 9 months

Keystone Research Center, Inc.

Harrisburg, PA
\$330,000 over 24 months

Lancaster County Conservancy

Lancaster, PA
\$165,000 over 24 months

LaSalle University

Philadelphia, PA
\$247,500 over 24 months⁹

Local Initiatives Support Corporation - Philadelphia Chapter

Philadelphia, PA
\$1,850,000 over 24 months

⁶Shared with 50th Anniversary⁷Shared with Opportunity Fund⁸Shared with Opportunity Fund⁹Shared with Arts & Culture and Children, Youth, & Families

Montgomery County Lands Trust*Lederach, PA*

\$82,500 over 12 months

National Audubon Society*Audubon, PA*

\$275,000 over 18 months

National Fish and Wildlife Foundation*Washington, DC*

\$220,000 over 18 months

Natural Resources Defense Council*New York, NY*

\$81,400 over 12 months

Nature Conservancy, Inc. (New Jersey Field Office)*Chester, NJ*

\$247,500 over 12 months

New Jersey Audubon Society*Bernardsville, NJ*

\$305,000 over 24 months

New Jersey Conservation Foundation*Far Hills, NJ*

\$137,500 over 12 months

\$726,000 over 24 months

New Jersey Tree Foundation*Trenton, NJ*

\$82,500 over 12 months

Next American City*Philadelphia, PA*

\$25,000 over 9 months

Northeast-Midwest Institute*Washington, DC*

\$15,000 over 4 months

\$82,500 over 12 months

NPower Pennsylvania*Philadelphia, PA*

\$250,000 over 18 months

OMG Center for Collaborative Learning*Philadelphia, PA*

\$82,500 over 12 months

\$165,000 over 18 months

Open Space Institute, Inc.*New York, NY*

\$20,000 over 2 months

Partners for Livable Communities, Inc.*Washington, DC*

\$25,000 over 6 months

PENJERDEL Council*Philadelphia, PA*

\$82,500 over 12 months

Penn Praxis, Inc.*Philadelphia, PA*

\$82,500 over 6 months

PennEnvironment Research and Policy Center*Philadelphia, PA*

\$154,000 over 24 months

Pennsylvania Environmental Council, Inc.*Philadelphia, PA*

\$643,500 over 12 months

Pennsylvania Land Trust Association*Harrisburg, PA*

\$264,000 over 24 months

Pennsylvania Parks and Forests Foundation*Harrisburg, PA*

\$35,000 over 13 months

Philadelphia Association of Community Development Corporations*Philadelphia, PA*

\$250,000 over 24 months

Environment & Communities continued

Opportunity Fund

Philadelphia Legal Assistance Center

Philadelphia, PA
\$82,500 over 12 months

Pinchot Institute for Conservation

Washington, DC
\$55,000 over 12 months

Reading Terminal Market Corporation

Philadelphia, PA
\$50,000 over 12 months

Regional Housing Legal Services

Glenide, PA
\$500,000 over 24 months
\$220,000 over 18 months

Reinvestment Fund, Inc.

Philadelphia, PA
\$82,500 over 12 months

Scrub Foundation, Inc.

Philadelphia, PA
\$82,500 over 12 months
\$300,000 over 24 months

Southeastern Pennsylvania Resource Conservation and Development Council

Perkasie, PA
\$198,000 over 24 months

Stony Brook-Millstone Watershed Association

Pennington, NJ
\$220,000 over 24 months

Temple University - Center for Sustainable Communities

Ambler, PA
\$165,000 over 12 months

Tri-State Transportation Campaign, Inc.

New York, NY
\$156,000 over 18 months

Trust for Public Land - New Jersey Field Office

Morristown, NJ
\$165,000 over 24 months
\$305,000 over 24 months

White Dog Community Enterprises

Philadelphia, PA
\$82,500 over 12 months

Wildlands Conservancy, Inc.

Emmaus, PA
\$82,500 over 8 months

Women's Community Revitalization Project

Philadelphia, PA
\$82,500 over 12 months

American University - Institute for Interactive Journalism

Washington, DC
\$82,500 over 12 months
\$40,000 over 5 months

Center City District

Philadelphia, PA
\$605,000 over 12 months¹⁰

Center for Investigative Reporting

Berkeley, CA
\$7,500 over 12 months

Center for Public Integrity

Washington, DC
\$10,000 over 12 months

Committee of Seventy

Philadelphia, PA
\$82,500 over 12 months

Council of New Jersey Grantmakers

Trenton, NJ
\$50,000 over 12 months

Economy League of Greater Philadelphia

Philadelphia, PA
\$330,000 over 18 months

¹⁰Shared with Environment & Communities¹¹Shared with Children, Youth, & Families¹²Shared with Environment & Communities¹³Shared with Environment & Communities

Fund for Philadelphia, Inc.

Philadelphia, PA

\$180,000 over 24 months¹¹

\$10,000 over 12 months

\$78,000 over 6 months¹²

\$156,000 over 12 months¹³

Fund for the Water Works

Philadelphia, PA

\$15,000 over 12 months

**Pennsylvania Chapter -
American Planning Association -
Southeast Section**

Blue Bell, PA

\$1,500 over 12 months

**Pennsylvania Partnerships
for Children**

Harrisburg, PA

\$33,000 over 6 months

Philadelphia Mural Arts Advocates

Philadelphia, PA

\$7,500 over 12 months

Philadelphia Theatre Company

Philadelphia, PA

\$750,000 over 33 months¹⁴

**Reading Terminal Market
Corporation**

Philadelphia, PA

\$7,500 over 12 months

**Resources for Human
Development, Inc.**

Philadelphia, PA

\$7,100 over 12 months

Social Compact Inc.

Washington, DC

\$80,000 over 6 months

**Temple University -
Department of Geography
and Urban Studies**

Philadelphia, PA

\$82,500 over 12 months

**Temple University -
Institute of Public Affairs**

Philadelphia, PA

\$25,300 over 7 months

**University of Pennsylvania -
Graduate School of Education**

Philadelphia, PA

\$82,500 over 6 months

Wireless Philadelphia

Philadelphia, PA

\$50,000 over 4 months

**Delaware River Waterfront
Corporation**

Philadelphia, PA

\$1 million over 24 months¹⁵

¹⁴Shared with Arts & Culture

¹⁵Shared with Environment & Communities



Members of the Corporation and Board of Directors

The William Penn Foundation is directed by a corporation composed of Haas family members and a board with family and public directors.

Members of the Corporation

Thomas Haas
Chair

David Haas

Duncan Haas

Frederick Haas

Janet Haas

William Haas

Board of Directors

David Haas
Chair

Frederick Haas
Vice Chair and Secretary

Michael Bailin

James Gately

Janet Haas*

William Haas

Gary Hack**

Christine James-Brown

Daniel Meyer

Howard Meyers

Jo-Anna Moore

Lise Yasui**

** Term began January 2010*

*** Term ended January 2010*

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Leslie Gaines
Research Associate

Children, Youth, & Families

Ronnie Bloom, Esq.
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Investments

MaDoe Htun
Chief Investment Officer

Gbenga Oladeji
Investment Analyst

Administrative Support

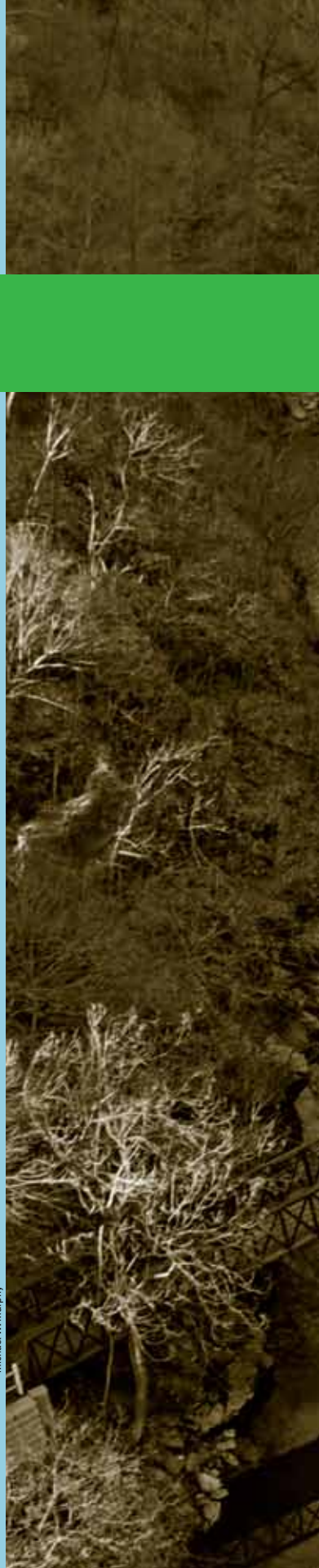
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