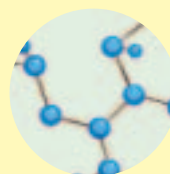




Advancing Greater Philadelphia



> ANNUAL REPORT 2004

The Foundation effects change *using*

a variety of tools appropriate to the issues facing Greater Philadelphia. With this annual report, we hope to build a better understanding of our approaches to policy and systems change.



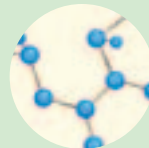
ADVOCACY



CAPACITY



COLLABORATION



DEMONSTRATION



EVIDENCE

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Foundation Programs

The William Penn Foundation makes grants in three principal areas, guided by a strategic plan adopted in 2001. A fourth program evaluates the progress of our funding strategies and shares knowledge gained through our grantmaking.

Artistic expression is a hallmark of a diverse, healthy region. Through our **Arts & Culture** program, we provide various types of core operating support and planning grants for arts groups and cultural institutions, enabling them to pursue their creative missions with confidence in their organization's future. We also fund projects that broadly advance the region's cultural sector. Our funding strategies respond to the needs of Greater Philadelphia's cultural community and seek to deepen public appreciation and support for the arts.

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 strategies focus largely on critical transitions in the lives of children as they progress from birth, through early childhood, and into young adulthood.

Healthy ecosystems and communities are essential for a livable and economically competitive region. Our **Environment & Communities** program uses an integrated grantmaking approach to enhance the sustainability of the region's ecosystems and urban centers. The program seeks to foster greater cross-sector collaborations that build on the assets of our region through revitalization of our urban communities and protection and restoration of watersheds, including critical habitats and waterways. Our Environment & Communities funding is designed to develop and promote innovative leadership and best practices.

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. Our **Focus on Learning** program evaluates the progress of our funding strategies and creates opportunities to learn and share knowledge acquired over time.

Prospective grantees *should visit the Foundation online at williampennfoundation.org for detailed information about our funding strategies in each of these areas, eligibility requirements, and procedures for submitting a letter of inquiry.*

Dear Friends:

The year 2004 was a bittersweet one for the William Penn Foundation. In December, Kathy Engebretson made public her serious illness and her need to step down as president early in the new year. She succumbed to cancer just weeks later—a tragic loss of a truly remarkable person at the young age of 48. Her impact on the Foundation, our region, and everyone who knew her will be deep and lasting.

Kathy led the Foundation with a unique blend of intelligence, perseverance, and grace. Many will remember her sharp mind, gentle wit, and commitment to Greater Philadelphia. Those of us who had the good fortune to know and work with her were impressed by Kathy's incredible courage and dedication to both family and work. During her illness, she was determined to keep the Foundation focused on its mission of regional advancement, and insisted on working until her final days to ensure that nothing would deter us.

Indeed, the Foundation remains steadfast in pursuing its vision of a better region. It is a course that began long ago, and continues as the Foundation enters its 60th year. We are excited about the possibilities under the leadership of our new president, Feather O. Houstoun.

Feather shares a deep commitment to our mission and brings an outstanding set of skills and talents that will fortify our efforts to secure a brighter future for Greater Philadelphia. Her significant experience in each of the Foundation's three grantmaking areas and her decades of public service at all levels of government and civic life will help us have an impact on a wide range of public policy issues, while staying in tune with the needs of our community.

We hope the following pages create a clearer understanding of how our policy-oriented work complements our traditional grantmaking, helping to effect broad change in our region. Kathy was a strong proponent of employing philanthropy as a vehicle for policy and systems change, and it is fitting that this annual report covers her final year, as it also marks the beginning of Feather's leadership.

Sincerely,



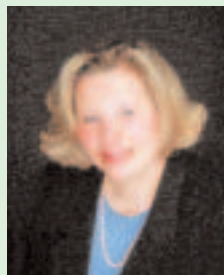
David Haas
Chair of the Board



Janet Haas, M.D.
Chair of the Corporation

In Memoriam

Kathryn J. Engebretson
1956–2005



The William Penn Foundation was blessed to benefit from the leadership, vision, and courage of Kathy Engebretson, first as a board member, and as president since 2001. Kathy's was a life well-lived: one marked by integrity, hard work, good humor, the deep admiration of her colleagues, and the love of her family and friends.

In addition to her numerous contributions, Kathy solidified the Foundation's focus on policy-oriented grantmaking, while remaining responsive to community needs. Before her death in early 2005, she helped to develop the concept of this edition: a document designed to illustrate the Foundation's approach to policy work and systems change.

This annual report is humbly dedicated to the memory of Kathy Engebretson and her vision for Greater Philadelphia. Her impact on the Foundation and our region will not be forgotten.



Advancing Greater Philadelphia Through Policy and Systems Change

For nearly 60 years, the William Penn Foundation has supported a variety of programs and institutions in Philadelphia and its surrounding communities. What began as a family trust has grown into a billion-dollar philanthropic organization, which today is the largest foundation focusing exclusively on the needs of the Greater Philadelphia region.

Since 1945, the Foundation has addressed key needs in our region, making thousands of grants to organizations delivering a wide range of services. Over time, we have learned from our grantees and our community that many of the programs and services we support sometimes struggle in dysfunctional social systems, held in place by outdated or poorly conceived policies. Today, while we continue to fund organizations delivering services to meet regional needs, we simultaneously work to address the root causes of systemic problems that make it difficult to achieve a vision of Greater Philadelphia as a dynamic, diverse region with meaningful opportunity. We attempt to do this through grants that lead to fundamental changes in the policies and systems that affect the issues we care about, enabling us to amplify the impact of our resources, leveraging maximum benefit for our community.

A look at the Foundation's work in 2004 reveals an organization promoting policy and systems change in a number of areas: community development, early childhood

care and education, equity and quality in public education, protection of open spaces and watersheds, sustainable growth, support for arts and culture, and youth development. Through these efforts, we strive for a more livable, economically competitive region, with opportunity for all. Our grantmaking is designed to promote greater civic engagement and a more rational framework for investments in our region.

In order to effect change across such a broad range of policy areas, the Foundation uses a variety of tools, appropriate to each issue. This annual report identifies five of these tools: **advocacy, capacity, collaboration, demonstration, and evidence.** They are rooted in our core principles, which can be found on page 23 of this report.

Our annual report for 2004 should not be seen as a comprehensive digest of our policy-related grantmaking. Many grants that are emblematic of our approach are not described here. Much of our work could be characterized by several of these tools, and we recognize that each may have broader applications. For clarity, we have made choices that we hope best illustrate our objectives and strategies.

By providing specific examples from our 2004 grantmaking, we hope to create a better understanding of how the Foundation seeks to leverage resources to influence policy and systems change for the advancement of Greater Philadelphia.



advocacy

We support strong, well-informed organizations adept at educating the public and policymakers about constructive approaches to many of the issues that impact Greater Philadelphia. Our funding is intended to be flexible enough to allow these groups to respond quickly to changing policy environments as they mobilize coalitions, build constituencies, and effect policy changes for the long-term benefit of our region.

In Greater Philadelphia and across the country, child advocates are having a positive impact on the lives of low-income children and families by serving as vital links between public systems, research institutions, and community needs. With a 2004 Foundation grant, **Voices for America's Children**, a national advocacy group, is providing technical assistance, training, policy research, and educational materials to state and local child advocates in Pennsylvania. With Voices' help, organizations such as Pennsylvania Partnerships

for Children and Philadelphia Citizens for Children and Youth are gaining greater leverage at the state and local levels as they build broad-based coalitions to champion improved policies, practices, and funding streams to benefit vulnerable children.

The Greater Philadelphia Cultural Alliance is our region's preeminent voice advocating that arts and culture are central to healthy communities. One of the Foundation's goals is to broadly advance the region's cultural sector, and in 2004 we supported the Cultural Alliance's work to emphasize the important role that the arts and culture play in civic life and regional issues.

With 2004 grants from the Foundation, **New Jersey Future** and **10,000 Friends of Pennsylvania** are campaigning for policies that advance regional planning and local land use regulations. These efforts are designed to target growth to places that are already developed, thereby maximizing existing assets in older communities while protecting the region's open space and natural resources.



capacity

We identify groups and leaders working to change systems and policies and provide them with the support and technical assistance they need to pursue their vision. We support organizations that are changing Greater Philadelphia for the better by helping them to strengthen their business operations around their core missions.

To create a neighborhood-based youth development infrastructure in the city of Chester, Pennsylvania, the Foundation catalyzed a partnership in 2004 between the city's youth advocates, youth-serving agencies, and young people. With a grant from the Foundation, the **Crozer-Chester Wellness Center** has built a staff capable of managing a broad-based coalition of community stakeholders and a financial commitment on behalf of Chester's young people. This innovative program is setting a coordinated youth policy agenda for the city and has the potential to leverage new funding for youth development work in Chester.

To build upon the existing assets of Greater Philadelphia, the Foundation promotes coordinated investment strategies in community

development initiatives. In 2004, the **Community Development Partnership Network**, a national coalition of community development practitioners, was awarded a grant to work closely with the **Philadelphia Neighborhood Development Collaborative**. Together, they are convening investors and stakeholders to develop neighborhood revitalization strategies in depressed real estate markets and implement a pilot program for relatively stable, middle-income communities facing challenges associated with recent housing foreclosures and population loss.

The historic fabric of Philadelphia is one of the most unique and valuable assets of our region. Much of our cultural legacy is preserved in the hundreds of historic house museums throughout Greater Philadelphia but, unfortunately, many lack the capacity to adequately maintain and interpret the history they contain. With the Foundation's support, a project managed by The Pew Charitable Trusts' **Heritage Philadelphia Program** is helping to develop alternative arrangements for small, independent historic house museums, including changes to local regulations that allow historic homes to be used as restaurants, bed and breakfasts, conference centers, and other uses that foster long-term stewardship. By creating a more sustainable system for these historic places, Heritage Philadelphia is helping our region to capitalize on its cultural legacy.



collaboration

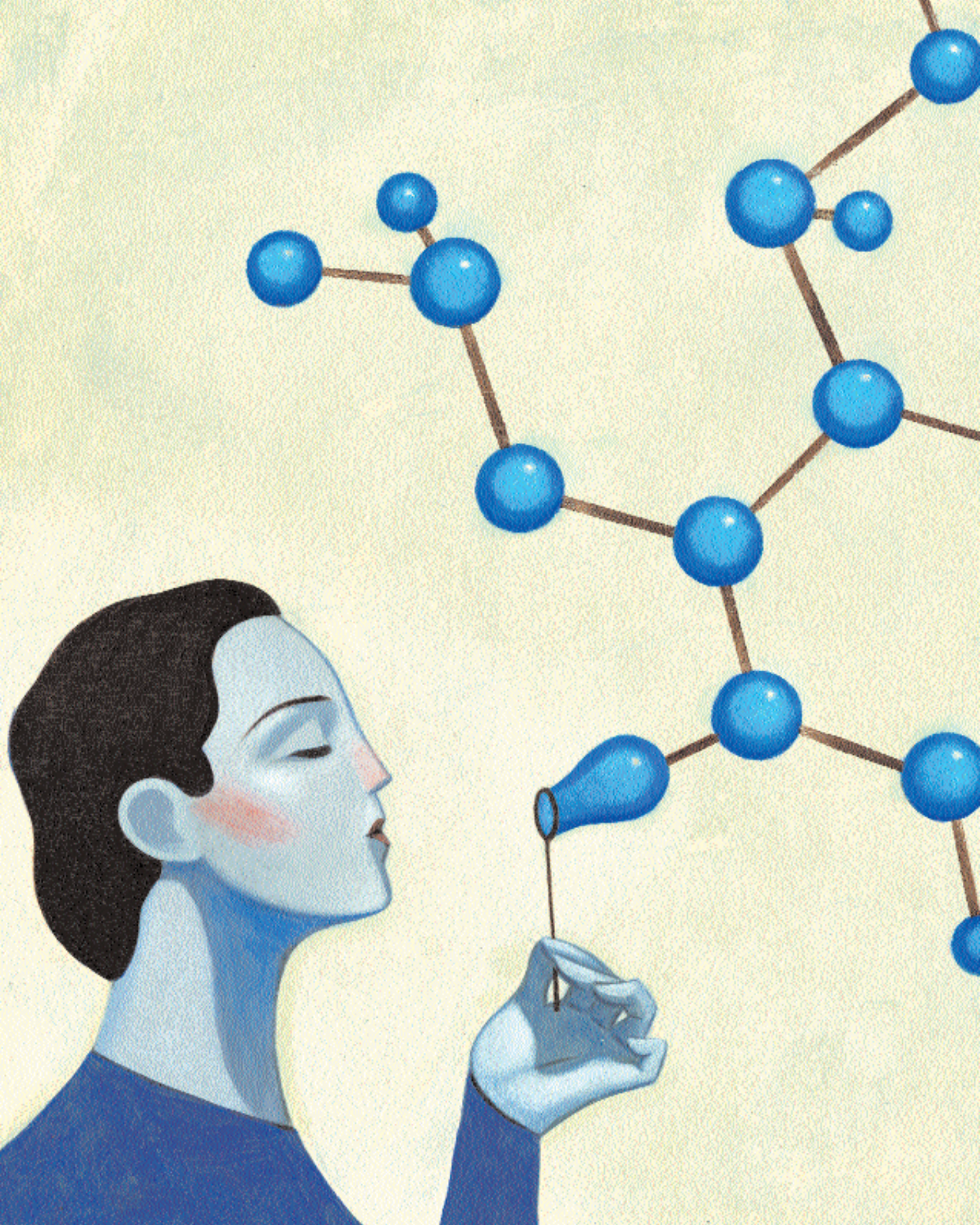
We strengthen ties within and across sectors and disciplines, encouraging cooperative approaches to achieving policy objectives by catalyzing partnerships among nonprofits, community stakeholders, government agencies, research institutions, and other funders. Convening key players in the fields where we work helps to constructively focus the energies of advocates, conserve resources, and leverage additional funding.

The **Philadelphia Middle Grades Dropout Prevention Project** is being led by Johns Hopkins University in partnership with the Philadelphia Education Fund and the School District of Philadelphia. Together, they are developing a statistical model to identify risk factors, beginning as early as sixth grade, which can accurately predict a child's future likelihood of dropping out of school. Diagnostic early intervention strategies are also being tested and documented. This groundbreaking work has focused national attention on Philadelphia's out-of-school youth, and helped to leverage funding from the Youth Transition Funders Group, a national collaborative that includes the Carnegie Corporation of New York, the Bill and Melinda Gates Foundation, and the C.S. Mott Foundation, among others.

In 2004, the Foundation helped to initiate a statewide discussion about trends

that are resulting in urban decline and suburban sprawl, increasingly threatening Pennsylvania's economic competitiveness. A recent study conducted by the Brookings Institution—funded by the Foundation and the Heinz Endowments—issued a resounding wake-up call heard in Harrisburg and across the Commonwealth. Building on the momentum created by *Back to Prosperity: A Competitive Agenda for Renewing Pennsylvania*, we continued to work closely with the Heinz Endowments and 10,000 Friends of Pennsylvania to organize a statewide coalition of municipal and county officials, business leaders, advocates, and policy-makers to design and implement a three-year campaign to advance a policy agenda supporting the revitalization of cities, towns, and older communities. With its broad-based, statewide composition, the **Campaign to Renew Pennsylvania** will promote change that will help the Commonwealth grow in more competitive, fiscally responsible ways.

With a 2004 grant, the Philadelphia Live Arts and Fringe Festival is convening the **Dance Services Steering Committee**, a leadership group of artists and representatives from seven local dance companies. Together, these organizations are creating a better system for dance services and capacity building, with a shared goal of advancing and nurturing dance as an important part of the arts sector in Greater Philadelphia.





demonstration

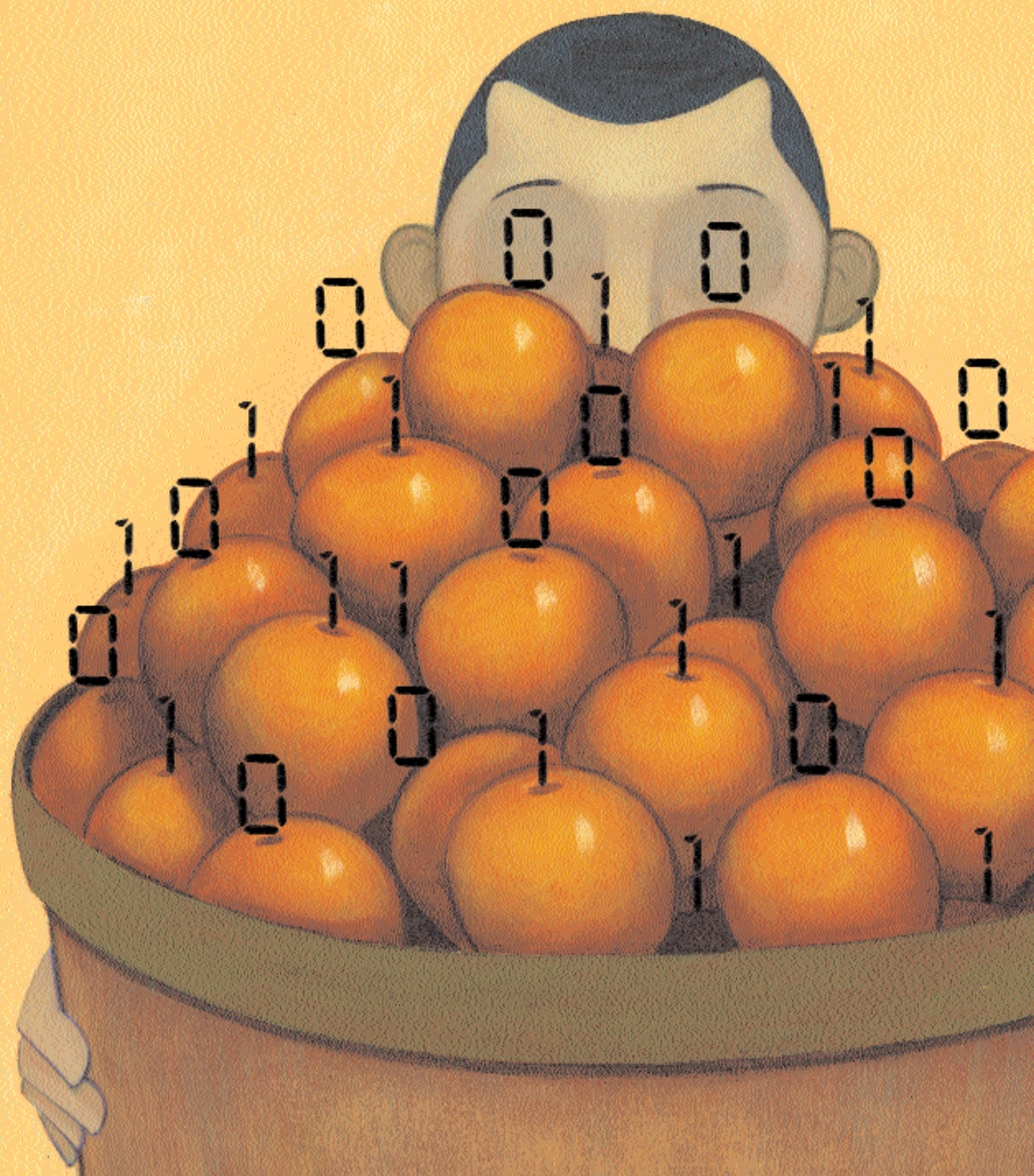
We fund innovative projects designed to develop models for policy and systems change that can be replicated not only in Greater Philadelphia, but often nationally.

The **New Jersey Pinelands Commission** received a 2004 grant to develop a model process for conservation, civic engagement, and municipal decision-making with two communities located in the Pine Barrens, a forest covering nearly 20 percent of the state.

This important regional asset represents the largest tract of open space on the mid-Atlantic coast, and is situated upon a vast aquifer containing nearly 17 trillion gallons of usable water. The program, if successful, could be implemented in other environmentally sensitive regions experiencing growth pressure and conflicts between ecological resources and land development.

To demonstrate the impact of programs using the arts as an educational tool, the **Philadelphia Arts in Education Partnership**, housed at the University of the Arts, is studying the effects of its professional development and grant-making programs on participating teachers. Ultimately, the project is expected to identify successful arts-based curriculum models for implementation in our region's schools.

Using a Foundation grant, the **School District of Philadelphia** has developed a summer program for four- and five-year-olds at risk of not being able to read by the end of first grade. The program focuses on enhancing specific literacy skills, such as letter-recognition, vocabulary, and phonics. Researchers from the University of Pennsylvania will document the progress of students as they enter school, creating a body of literature that will enable educators serving similar children to learn from the program.



evidence

Because we believe that the case for policy and systems change should be grounded in credible, empirical evidence, we support efforts to assemble high-quality data and research that can be used to advance policies, understand trends, evaluate programs, and leverage additional investments in Greater Philadelphia.

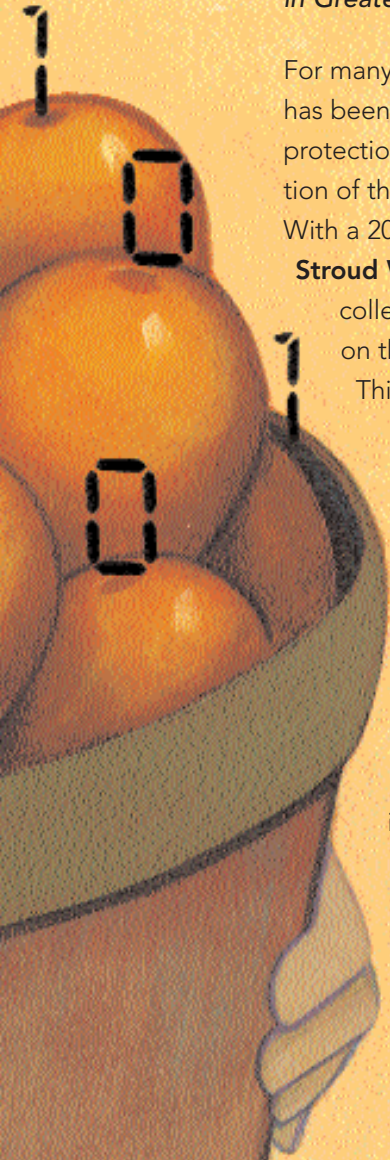
For many years, the Foundation has been deeply committed to the protection, restoration, and revitalization of the Schuylkill River watershed. With a 2004 Foundation grant, the

Stroud Water Research Center is collecting and interpreting data on the river's six sub-watersheds. This scientific research will be used to educate the public and inform local municipalities' decision-making about stormwater management and water quality policies in their communities.

Researchers at **Temple University** received a grant in 2004 to compile data on the obstacles that local families face when they

leave the public welfare system. This research will be the basis for recommendations designed to strengthen welfare reform policies and improve social services for families after they leave the system, furthering the Foundation's goal of promoting the physical, social, emotional, and cognitive well-being of young children, which are key elements of their future success in school.

In 2004, after three years of research, consultation, and focus groups, the Foundation launched the **Pennsylvania Cultural Data Project**, in partnership with the Greater Philadelphia Cultural Alliance, the Pennsylvania Council on the Arts, and The Pew Charitable Trusts. The project will collect financial and other key information on hundreds of cultural groups and provide participants with individual and aggregated reports about sector-wide trends affecting their organizations. Access to reliable data will enhance the capacity of individual organizations, as well as the overall effectiveness of the cultural sector, by providing a useful management tool to arts organizations and policy leverage for proponents of culture.



Our Foundation

History: The Foundation

In 1945 Otto and Phoebe Haas created the Phoebe Waterman Foundation to provide for their philanthropic concerns, specifically relief in post-War Europe, scholarships for fatherless children, and support for medical and educational institutions. The Foundation's development was made possible by the increasing success of the Rohm and Haas Company.

Over the next decade, the Foundation was supported by gifts from the family and continued to reflect the personal philanthropic interests of Otto and Phoebe Haas. In 1955, as annual grants exceeded \$100,000, the Foundation hired its first director.

Upon Mr. Haas' death in 1960, the Foundation received the bulk of his estate; Mrs. Haas continued a program of regular gifts to the Foundation until her death in 1967. During this period, Otto and Phoebe's sons, John C. and F. Otto, headed the Foundation's board.

When the Foundation's name was changed to the Haas Community Fund in 1970, annual grants were \$3.5 million. Within another four years, grants had doubled to \$7 million per year and the Haas family renamed the Fund the William Penn Foundation, commemorating the 17th-century Quaker whose pursuit of an exemplary society led to the founding of Philadelphia, the City of Brotherly Love.

Throughout its history, the Foundation's grantmaking has focused on a range of topics, including arts and culture, human development, conservation and restoration, community fabric, education, and the environment.

In 2001, the Foundation undertook a planning process in consultation with various stakeholders in the communities that it serves. The results reaffirmed the Foundation's commitment to improving the quality of life in the Greater Philadelphia region and led to the establishment of new goals and priorities for its current grantmaking programs: Arts & Culture; Children, Youth, & Families; and Environment & Communities.

Over the years, the Foundation's presidents have included Richard K. Bennett, Bernard C. Watson, Harry E. Cerino, and Janet Haas, the wife of one of Otto and Phoebe's grandsons, John O. Haas. Janet now serves as chair of the corporation. Another of Otto and Phoebe's grandsons, David W. Haas, serves as chair of the board of directors. Kathy Engebretson succeeded Janet as president in 2001 and presided over the implementation of an ambitious strategic plan. After a highly successful tenure, Kathy died of cancer in early 2005. Feather O. Houstoun, a senior public official and former cabinet member in both Pennsylvania and New Jersey, became president of the Foundation on March 1, 2005.

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. The Foundation is dedicated to improving the 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, the Foundation works to advance a vital, just, and caring community.*

Our Founders

History: Our Founders

At the age of 15, German-born Otto Haas learned English while working as a bank clerk to support his widowed mother and younger siblings. He didn't know it then, but his new-found language skills would eventually help him create one of the world's largest manufacturers of specialty chemicals.

Clerking at the bank and working with a German dye and chemical manufacturer provided Mr. Haas with the tools and savings he needed to emigrate to the United States, and he did so in 1901, before the age of 30. Within a few years, Dr. Otto Rohm, a friend from Germany who was developing a new product for the tanning industry, asked Mr. Haas if he could help him with his business. Mr. Haas agreed, and helped investigate the needs of leather tanners in the United States before returning to Germany to help Dr. Rohm develop the new business.

By 1909, Mr. Haas returned to the United States to establish the American branch of the fledgling Rohm and Haas partnership in Philadelphia, a center of the tanning industry. The venture was a success, and by 1912 there was a branch in Chicago. In 1913, markets in South America were ready for the new approach to tanning, and Mr. Haas set out on a trip to establish offices there.

On the ship to South America, Otto Haas met Dr. Phoebe Waterman, an astronomer on her way to an assignment at an observatory in Argentina. Born on the North Dakota frontier, she was the daughter of an army lieutenant colonel posted to Fort Totten to rebuild the troops replacing Custer's regiment after Little Big Horn. Educated at Vassar and Berkeley, she had earned an M.A. in mathematics and astronomy and was among the first women to earn a Ph.D. in astronomy at the Berkeley/Lick Observatory. Phoebe Waterman and Otto Haas were married in 1914.

Rohm and Haas continued to prosper in the subsequent decades, thanks to the firm's concentration on chemicals that had unique industrial properties and the hard work of its employees. Mr. Haas' financial policies and his personal concern for his employees enabled the company to survive the Depression without reducing its workforce.

The development of Plexiglas a few years later put the company in the right place at the right time when World War II created an instant demand for airplane cockpit enclosures. Today, most Rohm and Haas products are rarely seen by consumers; rather, they are used by other industries—paint and coatings, electronics, detergents, adhesives, plastics, and salt—to improve the performance of their products. The history of Rohm and Haas has been a series of innovative technical contributions to science and industry, usually taking place behind the scenes.

Our Vision

Advancing a dynamic, diverse region with meaningful opportunity.

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 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 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.

Financial Highlights

Statements of Financial Position, *December 31, 2004 and 2003*

	2004	2003
Assets		
Cash	\$ 116,000	110,590
Investments	1,178,880,704	1,094,371,614
Securities lending collateral	19,352,885	22,307,116
Program-related investments	6,000,000	6,000,000
Property and equipment, net	347,988	562,082
Total assets	\$ 1,204,697,577	1,123,351,402
Liabilities and Net Assets		
Federal excise tax payable	\$ 470,000	50,926
Grants payable, net	44,205,546	49,385,852
Obligation on collateral agreements	19,352,885	22,307,116
Post-retirement health care benefits	2,091,336	1,987,648
Accrued expenses and other liabilities	14,256	117,020
Total liabilities	66,134,023	73,848,562
Unrestricted net assets	1,138,563,554	1,049,502,840
Total liabilities and net assets	\$ 1,204,697,577	1,123,351,402

Statements of Activities, *Years ended December 31, 2004 and 2003*

	2004	2003
Revenues		
Interest	\$ 3,606,489	5,043,898
Dividends	17,741,702	13,938,091
Grants from Otto Haas Charitable Trusts	18,262,001	16,647,600
Net realized and unrealized gains (losses)	112,641,295	234,920,973
Total revenues	152,251,487	270,550,562
Grants Made and Operating Expenses		
Grants made	54,272,251	59,196,562
Program administration and general expenses	4,145,527	4,434,460
Investment expenses	3,379,803	2,908,009
Federal excise tax	1,393,192	270,772
Total grants made and operating expenses	63,190,773	66,809,803
Change in net assets	89,060,714	203,740,759
Unrestricted net assets, beginning of year	1,049,502,840	845,762,081
Unrestricted net assets, end of year	\$ 1,138,563,554	1,049,502,840

Financial Highlights

2004 Grant Facts

Letters of Inquiry Received ¹	249
Eligible Proposals Received	264
New Grants Approved	215 ²
Dollars Awarded for New Grants (excluding small and matching gifts)	\$57,734,460
Number of Active Grants from Prior Years	153
Total Active Grants	368
Total Payments (excluding small and matching gifts)	\$58,605,594
Smallest New Grant Award	\$2,600
Largest New Grant Award	\$4,000,000
Dollars Awarded with WPF as Principle Project Funder ³	\$4,840,455

¹In July 2004, a Letter of Inquiry (LOI) process was instituted across all program areas. Selected applicants are invited to submit full proposals only after submitting an LOI, which can be submitted online through the Foundation's Web site. There are some exceptions to the LOI process with Arts & Culture and Opportunity Fund grants.

²Does not include seven grants shared between more than one program area.

³The William Penn Foundation is providing the majority of support for the project.

New and Active Grants, 2004

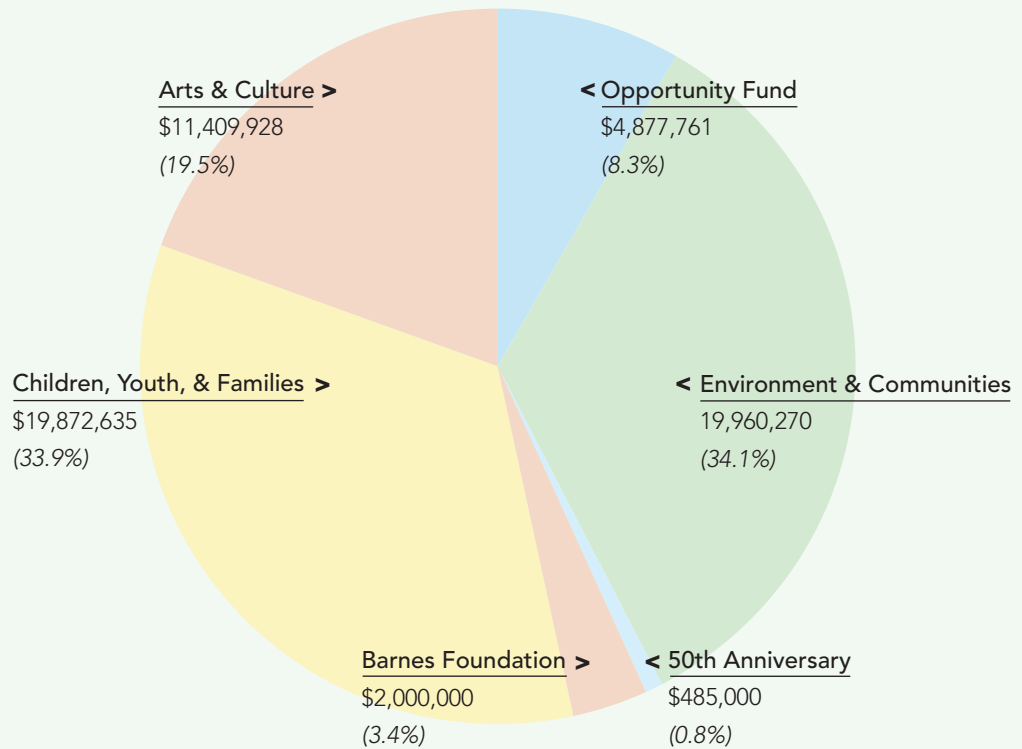
	Number of New Grants ²	Number of Active Grants— Prior Years	Total Active Grants	2004 New Appropriations ¹	2004 Total Payments on Active Grants ¹
Arts & Culture	51	56	107	\$ 11,247,916	\$ 11,409,928
Children, Youth, & Families	52	36	88	17,491,399	19,872,635
Environment & Communities	86	48	134	21,779,645	19,960,270
Opportunity Fund	25	10	35	3,215,500	4,877,761
Barnes Foundation	0	1	1	—	2,000,000
Subtotal	214	151	365	53,734,460	58,120,594
50th Anniversary	1	2	3	4,000,000	485,000
Total	215	153	368	\$ 57,734,460	\$ 58,605,594

¹ Does not include small and matching gifts appropriations totaling \$870,510.

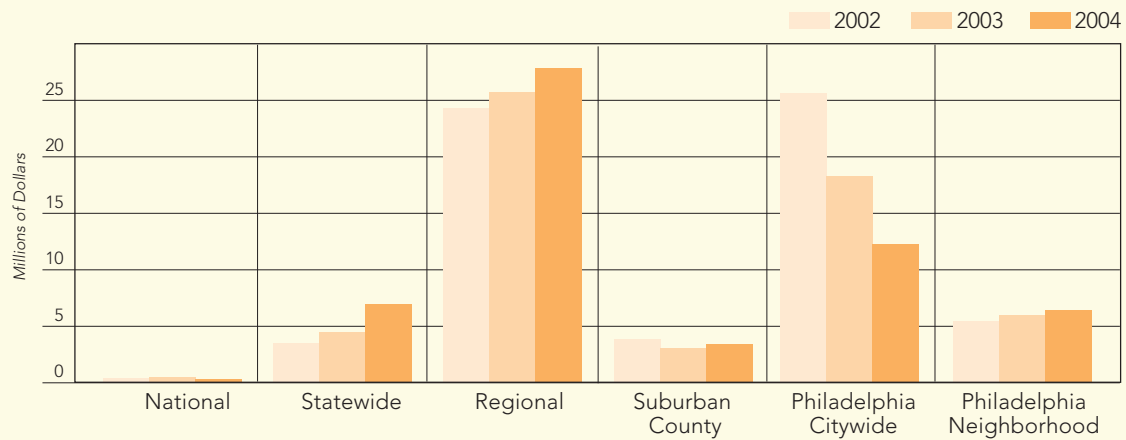
² Does not include seven grants shared between more than one program area.

Awards and Payments

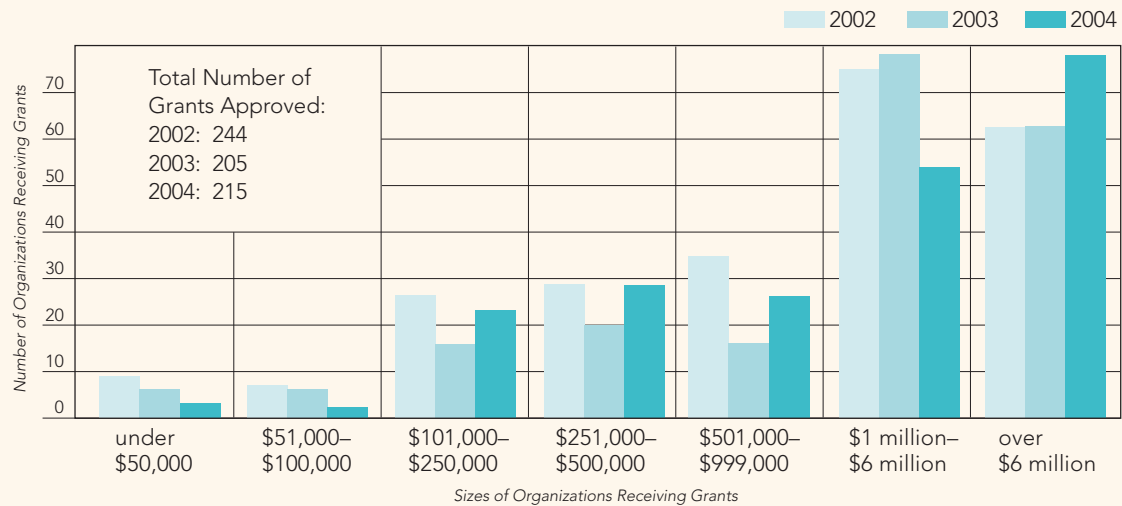
Grant Payments by Category



Percentage of Grant Dollars Paid by Geographic Area Served, 2002–2004



Grant Awards by Organization Income Level, 2002–2004



Arts & Culture

Abington Art Center

Jenkintown, PA

\$306,900 over 36 months

American Ballet Competition

Philadelphia, PA

\$396,000 over 41 months

\$55,000 over 3 months

Art Sanctuary

Philadelphia, PA

\$82,500 over 12 months

Asian Arts Initiative

Philadelphia, PA

\$110,000 over 16 months

Blue Sky

Philadelphia, PA

\$181,627 over 36 months

Bryn Mawr Hospital Foundation

Malvern, PA

\$45,000 over 36 months

Bushfire Theatre of Performing Arts

Philadelphia, PA

\$82,500 over 24 months

\$4,500 over 12 months

Center for Emerging Visual Artists, Ltd.

Philadelphia, PA

\$344,959 over 36 months

Choral Arts Society of Philadelphia

Philadelphia, PA

\$75,000 over 12 months

Drexel University

Philadelphia, PA

\$220,000 over 12 months

\$36,950 over 5 months

Fairmount Park Art Association

Philadelphia, PA

\$476,850 over 36 months

Fairmount Park Conservancy¹

Philadelphia, PA

\$150,000 over 7 months

¹ Shared grant with Environment & Communities

Free Library of Philadelphia Foundation

Philadelphia, PA

\$379,967 over 24 months

Greater Philadelphia Cultural Alliance

Philadelphia, PA

\$400,950 over 13 months

Lantern Theater Company

Philadelphia, PA

\$82,500 over 12 months

Library Company of Philadelphia

Philadelphia, PA

\$457,791 over 30 months

**Abraham Lincoln Foundation
of the Union League of Philadelphia**

Philadelphia, PA

\$341,630 over 18 months

Mann Center for the Performing Arts

Philadelphia, PA

\$528,000 over 21 months

Mendelssohn Club of Philadelphia

Philadelphia, PA

\$53,240 over 12 months

Mid Atlantic Arts Foundation, Inc.

Baltimore, MD

\$675,000 over 36 months

**Mill at Anselma Preservation and
Educational Trust, Inc.**

Chester Springs, PA

\$82,500 over 24 months

Mum Puppettheatre, Ltd.

Philadelphia, PA

\$82,500 over 9 months

Network for New Music

Philadelphia, PA

\$27,500 over 6 months

New Paradise Laboratories Theatre, Inc.

Philadelphia, PA

\$27,500 over 9 months

Arts & Culture

New Sounds Music, Inc.

Philadelphia, PA

\$38,500 over 12 months

ODUNDE, Inc.

Philadelphia, PA

\$16,500 over 2 months

Orchestra 2001, Inc.

Philadelphia, PA

\$51,590 over 12 months

Pearl S. Buck International, Inc.

Perkasie, PA

\$250,470 over 36 months

The Pew Charitable Trusts

Philadelphia, PA

\$163,000 over 24 months

Philadelphia Chamber Music Society

Philadelphia, PA

\$303,600 over 40 months

Philadelphia Dance Company

Philadelphia, PA

\$990,000 over 36 months

Philadelphia Dance Projects

Philadelphia, PA

\$22,880 over 10 months

Philadelphia Fringe Festival

Philadelphia, PA

\$750,000 over 36 months

\$26,565 over 8 months

Philadelphia Orchestra Association²

Philadelphia, PA

\$2,000,000 over 36 months

Pig Iron Theatre Company, Inc.

Philadelphia, PA

\$2,600 over 3 months

Red Heel Theater Company, Inc.

Philadelphia, PA

\$82,500 over 12 months

Regional Performing Arts Center, Inc.

Philadelphia, PA

\$82,500 over 6 months

² Shared grant with Opportunity Fund

Relâche, Inc.

Philadelphia, PA

\$82,500 over 12 months

Spiral Q Puppet Theater, Inc.

Philadelphia, PA

\$72,050 over 12 months

Taller Puertorriqueño, Inc.

Philadelphia, PA

\$330,000 over 36 months

**Temple University —
Department of Anthropology**

Philadelphia, PA

\$82,500 over 8 months

**University of Pennsylvania —
The Kelly Writers House**

Philadelphia, PA

\$82,500 over 36 months

**University of Pennsylvania —
WXPB-FM**

Philadelphia, PA

\$220,000 over 12 months

University of the Arts

Philadelphia, PA

\$181,797 over 12 months

WHYY, Inc.

Philadelphia, PA

\$150,000 over 12 months

Wood Turning Center, Inc.

Philadelphia, PA

\$82,500 over 8 months

**Yale University —
Yale Center for British Art**

New Haven, CT

\$51,500 over 21 months

Children, Youth, & Families

Allegheny West Foundation

Philadelphia, PA

\$82,500 over 12 months

Big Picture Company

Providence, RI

\$82,500 over 12 months

Bryn Mawr College

Bryn Mawr, PA

\$82,500 over 12 months

\$165,000 over 36 months³

Children's Hospital of Philadelphia

Philadelphia, PA

\$770,000 over 42 months

Children's Literacy Initiative

Philadelphia, PA

\$489,410 over 12 months

Civil Society Institute, Inc

Newton Centre, MA

\$1,200,000 over 14 months

Community Legal Services, Inc.

Philadelphia, PA

\$500,000 over 24 months

Congreso de Latinos Unidos, Inc.

Philadelphia, PA

\$82,500 over 12 months

Connect for Kids

Washington, DC

\$34,969 over 10 months

Crozer-Chester Foundation

Upland, PA

\$1,145,100 over 36 months

**Delaware Valley Association for the
Education of Young Children**

Philadelphia, PA

\$299,860 over 12 months

Education Law Center — PA

Philadelphia, PA

\$218,732 over 14 months

\$70,021 over 12 months

³ Shared grant with Environment & Communities and Opportunity Fund

Foundations, Inc.

Moorestown, NJ

\$82,500 over 12 months

Good Schools Pennsylvania

Philadelphia, PA

\$353,833 over 12 months

**Johns Hopkins University — Center for
Social Organization of Schools**

Baltimore, MD

\$500,000 over 24 months

**Maternal Child Health Consortium
of Chester County**

West Chester, PA

\$473,750 over 30 months

Mazzoni Center

Philadelphia, PA

\$151,800 over 36 months

National Coalition of Education Activists

Philadelphia, PA

\$8,800 over 6 months

National Nursing Centers Consortium

Philadelphia, PA

\$82,500 over 36 months

National Women's Law Center

Washington, DC

\$500,000 over 24 months

Neighborhood Bike Works, Inc.

Philadelphia, PA

\$82,500 over 36 months

New Frankford Community Y

Philadelphia, PA

\$82,500 over 12 months

Nonprofit Finance Fund

New York, NY

\$1,345,827 over 12 months

\$437,012 over 24 months

North Light Boys Club, Inc.

Philadelphia, PA

\$82,500 over 3 months

Children, Youth, & Families

PathWaysPA

Holmes, PA

\$82,500 over 12 months

Pennsylvania Partnerships for Children

Harrisburg, PA

\$105,672 over 12 months

Pennsylvanians for Modern Courts

Philadelphia, PA

\$82,500 over 12 months

Philadelphia Education Fund

Philadelphia, PA

\$349,800 over 12 months

\$285,200 over 36 months

\$82,500 over 6 months⁴

Philadelphia Health Management Corporation

Philadelphia, PA

\$528,000 over 36 months

\$75,000 over 12 months

Philadelphia Student Union

Philadelphia, PA

\$165,000 over 24 months

Philadelphia Youth Network

Philadelphia, PA

\$937,200 over 36 months

Phoenixville Area YMCA

West Norriton, PA

\$82,500 over 24 months

Project H.O.M.E.

Philadelphia, PA

\$38,500 over 12 months

Public Education Network

Washington, DC

\$82,500 over 12 months

Saint Joseph's University

Philadelphia, PA

\$43,884 over 12 months

School District of Philadelphia

Philadelphia, PA

\$726,000 over 36 months

\$577,598 over 9 months

\$401,764 over 18 months

⁴ Shared grant with Environment & Communities

Temple University — College of Liberal Arts

Philadelphia, PA

\$574,792 over 24 months

\$48,510 over 12 months

United Way of Southeastern Pennsylvania

Philadelphia, PA

\$1,042,800 over 36 months

\$605,000 over 12 months

**University of Pennsylvania —
Graduate School of Education**

Philadelphia, PA

\$82,500 over 12 months

**University of Pennsylvania —
School of Social Work**

Philadelphia, PA

\$628,815 over 36 months

Voices for America's Children

Washington, DC

\$250,000 over 24 months

Youth Empowerment Services

Philadelphia, PA

\$82,500 over 12 months

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

Washington, DC

\$275,000 over 27 months

Environment & Communities

10,000 Friends of Pennsylvania

Philadelphia, PA

\$495,000 over 18 months

American Littoral Society

Highlands, NJ

\$330,000 over 18 months

\$300,000 over 24 months

\$33,000 over 6 months

Association of New Jersey Environmental Commissions

Mendham, NJ

\$82,500 over 12 months

Berks County Community Foundation

Reading, PA

\$165,000 over 18 months

Berks County Conservancy

Reading, PA

\$82,500 over 6 months

Brandywine Conservancy, Inc.

Chadds Ford, PA

\$505,000 over 24 months

Brookings Institution

Washington, DC

\$82,500 over 3 months

Bryn Mawr College⁵

Bryn Mawr, PA

\$165,000 over 36 months

Business Center at New Covenant Campus

Philadelphia, PA

\$35,500 over 18 months

Camden City Garden Club, Inc.

Camden, NJ

\$82,500 over 12 months

Center City District

Philadelphia, PA

\$575,000 over 24 months

Chesapeake Bay Foundation, Inc.

Harrisburg, PA

\$165,000 over 24 months

City Parks Alliance, Inc.

Washington, DC

\$82,500 over 12 months

⁵ Shared grant with Children, Youth, & Families and Opportunity Fund

Clean Air Council

Philadelphia, PA

\$82,500 over 18 months

Clean Ocean Action, Inc.

Highlands, NJ

\$82,500 over 12 months

Clean Water Fund

Philadelphia, PA

\$220,000 over 24 months

\$33,000 over 6 months

**Community Development Partnership
Network**

Denver, CO

\$82,500 over 12 months

Conservation Resources, Inc.

Chester, NJ

\$165,000 over 24 months

Delaware & Raritan Greenway, Inc.

Princeton, NJ

\$300,000 over 24 months

\$110,000 over 12 months

Delaware River Basin Commission

West Trenton, NJ

\$286,000 over 24 months

Delaware River Greenway Partnership

Frenchtown, NJ

\$82,500 over 12 months

Delaware Valley Green Building Council

Newtown Square, PA

\$82,500 over 7 months

**Delaware Valley Regional Planning
Commission**

Philadelphia, PA

\$595,000 over 24 months

\$12,395 over 2 months

Enterprising Environmental Solutions, Inc.

Harrisburg, PA

\$33,000 over 6 months

Environmental Leadership Program

New Haven, CT

\$110,000 over 12 months

Environment & Communities

**Executive Service Corps of the
Delaware Valley**

Ardmore, PA

\$33,000 over 12 months

Fairmount Park Conservancy⁶

Philadelphia, PA

\$150,000 over 7 months

Friends of Philadelphia Parks

Philadelphia, PA

\$110,000 over 18 months

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

Coral Gables, FL

\$82,500 over 12 months

Heritage Conservancy

Doylestown, PA

\$660,000 over 24 months

\$330,000 over 12 months

**Housing and Community Development
Network of New Jersey, Inc.**

Trenton, NJ

\$300,000 over 18 months

Institute for Conservation Leadership

Takoma Park, MD

\$52,800 over 6 months

Lancaster Farmland Trust

Lancaster, PA

\$165,000 over 12 months

**League of Conservation Voters
Education Fund**

Washington, DC

\$82,500 over 12 months

Local Initiatives Support Corporation

Washington, DC

\$700,000 over 18 months

Mayfair CSC, Inc.

Philadelphia, PA

\$82,500 over 12 months

**Media and Policy Center Foundation
of California⁷**

Santa Monica, CA

\$50,000 over 12 months

Montgomery County Lands Trust

Lederach, PA

\$82,500 over 12 months

\$33,000 over 6 months

⁶ Shared grant with Arts & Culture

⁷ Shared grant with Opportunity Fund

Natural Lands Trust, Inc.

Media, PA

\$660,000 over 24 months

\$330,000 over 12 months

\$330,000 over 12 months

\$68,200 over 6 months

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

Chester, NJ

\$330,000 over 12 months

\$330,000 over 24 months

New Jersey Audubon Society

Bernardsville, NJ

\$82,500 over 12 months

New Jersey Conservation Foundation

Far Hills, NJ

\$440,000 over 12 months

**New Jersey Department of
Environmental Protection**

Trenton, NJ

\$50,000 over 12 months

New Jersey Future, Inc.

Trenton, NJ

\$335,000 over 18 months

New Jersey Pinelands Commission

New Lisbon, NJ

\$73,000 over 12 months

New Manayunk Corporation

Philadelphia, PA

\$33,000 over 6 months

OMG Center for Collaborative Learning

Philadelphia, PA

\$107,000 over 7 months

Partners for Sacred Places, Inc.

Philadelphia, PA

\$1,275,000 over 18 months

Penn Praxis, Inc.

Philadelphia, PA

\$82,500 over 12 months

Pennsylvania Environmental Council, Inc.

Philadelphia, PA

\$1,200,000 over 24 months

Pennsylvania Horticultural Society

Philadelphia, PA

\$2,000,000 over 24 months

Environment & Communities

Pennsylvania Land Trust Association

Harrisburg, PA

\$200,000 over 24 months

Pennsylvania Organization for Watersheds and Rivers

Harrisburg, PA

\$82,500 over 24 months

People's Emergency Center

Philadelphia, PA

\$220,000 over 12 months

Philadelphia Education Fund⁸

Philadelphia, PA

\$82,500 over 6 months

Pinelands Preservation Alliance, Inc.

Southampton, NJ

\$176,000 over 24 months

PolicyLink

Oakland, CA

\$82,500 over 10 months

Public Interest Research Foundation of New Jersey, Inc.

Trenton, NJ

\$82,500 over 18 months

Rails to Trails Conservancy

Washington, DC

\$62,500 over 6 months

Reinvestment Fund, Inc.

Philadelphia, PA

\$1,500,000 over 18 months

Smith Memorial Playground and Playhouse, Inc.⁹

Philadelphia, PA

\$1,000,000 over 24 months

Stony Brook-Millstone Watershed Association

Pennington, NJ

\$385,000 over 24 months

Stroud Water Research Center

Avondale, PA

\$150,000 over 24 months

\$33,000 over 6 months

Surface Transportation Policy Project

Washington, DC

\$77,000 over 6 months

⁸ Shared grant with Children, Youth, & Families

⁹ Shared grant with Opportunity Fund

Trust for Public Land

Morristown, NJ

\$385,000 over 12 months

\$330,000 over 24 months

Unemployment Information Center

Philadelphia, PA

\$40,000 over 12 months

United Way of Southeastern Pennsylvania

Philadelphia, PA

\$1,000,000 over 18 months

University City District

Philadelphia, PA

\$220,000 over 12 months

**University of Pennsylvania —
Center for Urban Redevelopment
Excellence**

Philadelphia, PA

\$66,000 over 24 months

**University of Pennsylvania —
Department of Earth and Environmental
Science**

Philadelphia, PA

\$66,000 over 12 months

**University of Pennsylvania —
The Wharton School**

Philadelphia, PA

\$82,500 over 18 months

Valley Forge Chapter of Trout Unlimited

West Chester, PA

\$33,000 over 6 months

Village of Arts and Humanities, Inc.

Philadelphia, PA

\$33,000 over 10 months

White Dog Cafe Foundation, Inc.

Philadelphia, PA

\$44,000 over 12 months

Opportunity Fund

Bryn Mawr College¹⁰

Bryn Mawr, PA

\$165,000 over 36 months

Carnegie Mellon University

Pittsburgh, PA

\$10,000 over 12 months

City of Philadelphia

Philadelphia, PA

\$82,000 over 12 months

Committee of Seventy

Philadelphia, PA

\$36,500 over 4 months

Corporation for Enterprise Development

Washington, DC

\$30,000 over 8 months

Fund for Philadelphia, Inc.

Philadelphia, PA

\$75,000 over 8 months

\$50,000 over 4 months

**Greater Philadelphia Chamber of
Commerce Regional Foundation**

Philadelphia, PA

\$82,500 over 12 months

**Greater Philadelphia Urban Affairs
Coalition**

Philadelphia, PA

\$50,000 over 12 months

**Harvard Business School Club of
Philadelphia**

Eagle, PA

\$11,000 over 12 months

Independence Visitor Center Corporation

Philadelphia, PA

\$50,000 over 12 months

**Media and Policy Center Foundation
of California¹¹**

Santa Monica, CA

\$50,000 over 12 months

Nonprofit Technology Enterprise Network

San Francisco, CA

\$22,000 over 6 months

OMG Center for Collaborative Learning

Philadelphia, PA

\$20,000 over 12 months

Opera Company of Philadelphia

Philadelphia, PA

\$25,000 over 12 months

¹⁰ Shared grant with Children, Youth, & Families and Environment & Communities

¹¹ Shared grant with Environment & Communities

50th Anniversary Grant

**Philadelphia Convention and
Visitor's Bureau Foundation**

Philadelphia, PA

\$82,500 over 6 months

Philadelphia Orchestra Association¹²

Philadelphia, PA

\$2,000,000 over 36 months

Please Touch Museum

Philadelphia, PA

\$500,000 over 29 months

**Smith Memorial Playground and
Playhouse, Inc.¹³**

Philadelphia, PA

\$1,000,000 over 24 months

**University of Pennsylvania —
Morris Arboretum**

Philadelphia, PA

\$500,000 over 24 months

**University of Pennsylvania —
Robert A. Fox Leadership Program**

Philadelphia, PA

\$375,000 over 18 months

Free Library of Philadelphia Foundation

Philadelphia, PA

\$4,000,000 over 60 months

¹² Shared grant with Arts & Culture

¹³ Shared grant 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

Janet Haas, M.D., *Chair*

David Haas

Duncan A. Haas

Frederick R. Haas

Thomas W. Haas

William D. Haas

Board of Directors

David Haas, *Chair*

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Ernest E. Jones, Esq.**

Barbara Lawrence***

Thomas M. McKenna

John P. Mulroney****

Judge Anthony J. Scirica

Lise Yasui

* Term effective January 2005

** Term ended January 2005

*** Term effective April 2005

**** Deceased 2004

Foundation Staff

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Leslie Gaines
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Ronnie L. Bloom, Esq.
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Diane Schrauth
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Human Resources Generalist

Information Systems & Grants Administration

Barbara A. Scace
Director

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Information Systems Assistant

Administrative Support

Donna Herberth
Emily Kennedy
Jacqueline V. Negron
Nyzinga Patterson
Nichole Young

A look at the Foundation's work in 2004

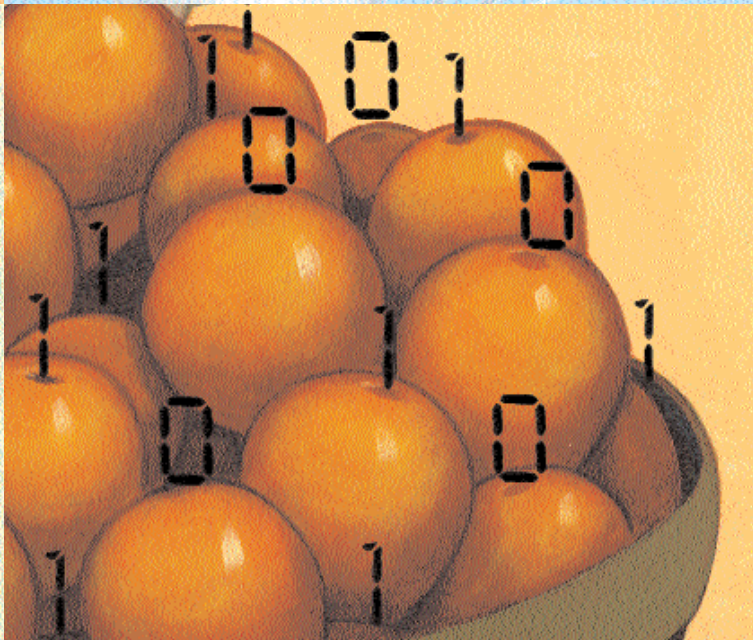
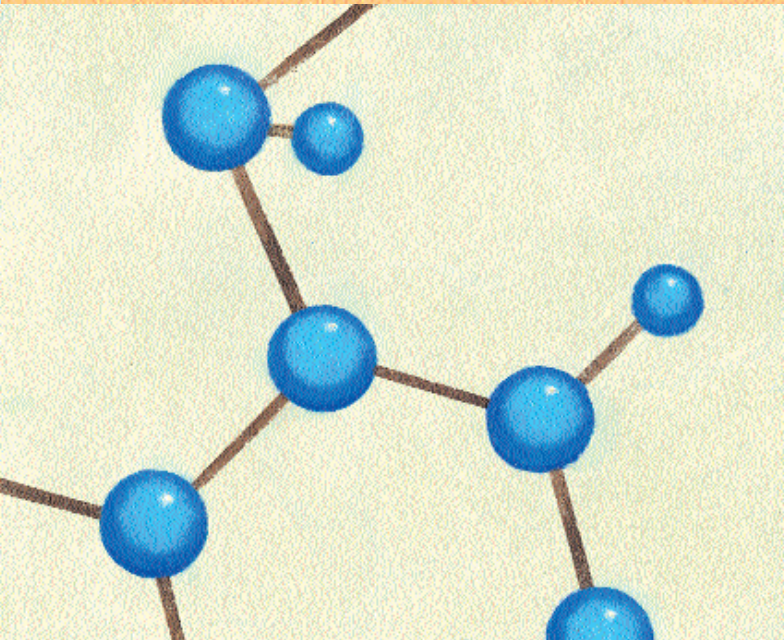
reveals an organization promoting policy and systems change in a number of areas: community development, early childhood care and education, equity and quality in public education, protection of open spaces and watersheds, sustainable growth, support for arts and culture, and youth development. Through these efforts, we strive for a more livable, economically competitive region, with opportunity for all.



The Foundation would like to acknowledge the following for their contribution to this annual report:

Design	Assemblage
Illustration	Jon Krause
Proofreader/Copyeditor	Krista Harris
Printing	Michael Prestegord, Frantz Lithographic Services

About the Artist: Jon Krause is a native of Philadelphia, and a graduate of Temple University's Tyler School of Art, where he is a senior illustration teacher. His work has appeared in the New York Times, the Washington Post, the Chicago Tribune, Time Magazine, the Wall Street Journal, and the Philadelphia Inquirer among other publications.





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