



Our Mission: To improve 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, we work to advance a vital, just, and caring community.

A n n u a l
R e p o r t
2 0 0 5

Advancing Greater Philadelphia

We frequently ask our grantees to collaborate even though we know it is usually hard work. We do so because we believe deeply that coordinated efforts to achieve shared goals tend to have much greater impact than individual actions. Collaboration is not only something we ask of others, we demand it of ourselves.

The logo for the William Penn Foundation features a stylized signature of 'W. Penn' in a cursive font above the words 'WILLIAM PENN' and 'FOUNDATION' in a clean, sans-serif font.
WILLIAM PENN
FOUNDATION





Table of Contents

- 2 Introduction
- 6 Leadership Letter
- 7 Foundation Programs
- 9 Arts & Culture: **Collaborating for a Vibrant Cultural Community**
PETER MAZZACCARO *on the William Penn Foundation and The Pew Charitable Trusts*
- 13 Children, Youth, & Families: **Private Dollars, Public Innovation**
CONNIE LANGLAND *on the William Penn Foundation and the School District of Philadelphia*
- 18 Environment & Communities: **Shared Interests, Values, and Vision**
PATRICIA HORN *on the William Penn Foundation and The Reinvestment Fund*
- 24 Environment & Communities: **Preserving a Regional Treasure Through Collaboration**
DICK COOPER *on the Hopewell Big Woods Partnership*
- 28 History of the Foundation
- 30 Founding Philosophies
- 32 Facts and Figures: Financial Highlights
- 34 Facts and Figures: Grantmaking Details
- 36 Facts and Figures: Awards and Payments
- 38 Grant Awards: Arts & Culture
- 40 Grant Awards: Children, Youth, & Families
- 42 Grant Awards: Environment & Communities
- 44 Grant Awards: Opportunity Fund
- 45 Grant Awards: 50th Anniversary
- 46 Members of the Corporation and Board of Directors
- 47 Foundation Staff

Introduction

W

e believe there's much more to grantmaking than simply writing checks.

If our goal were to simply make \$60 million worth of grants to nonprofit organizations doing good work in our region, it would be easy to declare success. But we believe we have a responsibility to do much more than that.

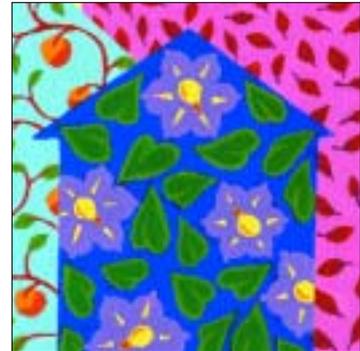
Our ability to help advance Greater Philadelphia is dependent upon finding ways to create greater impact than simply contributing dollars to projects and causes. We know that without meaningful collaboration we are unlikely to achieve our goals. As you'll learn in this edition of our annual report, it is central to nearly everything we do.

We frequently ask our grantees to collaborate even though we know it is usually hard work. We do so because we believe deeply that coordinated efforts to achieve shared goals tend to have much greater impact than individual actions. Collaboration is not only something we ask of others, we demand it of ourselves.

In the following pages, we profile several of the collaborative relationships that are so instrumental to our work. They include the Foundation's partnerships with a large public entity, another respected grantmaking institution, and a leading nonprofit. We also explore an emerging strategy to protect open space through a partnership of citizens, nonprofits, municipalities, counties, and state officials.

We have enlisted the talents of four uniquely qualified writers: a Pulitzer Prize-winning journalist, a former magazine editor, and two veteran reporters steeped in our region's nonprofit and education sectors. Each profiles a partnership or collaboration that exemplifies the types of relationships we value most. We hope their skills as reporters and writers bring a degree of objectivity and perspective to four relationships that we consider emblematic of our approach:

- Based in Philadelphia, The Reinvestment Fund has become one of America's



most innovative and respected nonprofit urban investors. Patricia Horn looks at the relationship between our organizations and how we achieve greater results by helping each other to advance our respective missions.

- As two of our cultural sector's most significant funders, the William Penn Foundation and The Pew Charitable Trusts have worked in close coordination for years to create balanced and complementary funding approaches for Philadelphia's arts community. Peter Mazzaccaro explores how this unique partnership benefits culture in Greater Philadelphia.

Because we want to be clearer about what we do, we have used this annual report to open a window into our thinking and our efforts to advance Greater Philadelphia.

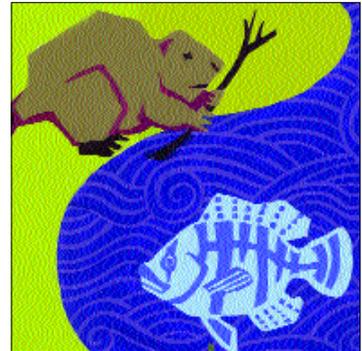


- Few institutions have more influence over the lives of children in our region than the School District of Philadelphia. Connie Langland speaks with District officials and Foundation staff, describing how this large public agency effectively utilizes our investments as venture capital to test and evaluate new programs designed to improve outcomes for Philadelphia's children.
- In Chester and Berks Counties, the Natural Lands Trust is not only using the Foundation's funds to protect a key landscape through land acquisition, it is also amplifying the impact of this investment



by convening diverse interests to conserve the largest unbroken tract of forest in southeastern Pennsylvania. Dick Cooper writes about this emerging model of collaboration and how it is protecting one of the commonwealth's natural treasures from intense development pressures.

Each of the four relationships explored in this volume is unique. They don't necessarily represent the types of interactions we expect to have with all those we work with. We have other fruitful relationships that take different forms than what are described here. In addition, we realize that close



collaboration is not always appropriate for every grant or initiative—sometimes it's simply not likely to be effective. Nevertheless, we hope these four examples will provide a unique lens through which to view aspects of our work.

Foundations sometimes struggle to speak clearly and succinctly about complex aspects of their grantmaking. Most find it uncomfortable to talk about themselves. We are no exception in either case; however, because we want to be clearer about what we do, we have used this annual report to open a window into our thinking and our efforts to advance Greater Philadelphia.





Leadership Letter

Dear Friends:

During six decades of philanthropy, the William Penn Foundation is proud to have built lasting, effective partnerships with the institutions that drive progress in a region facing both daunting challenges and great opportunity.

Grantmaking is the core business of our organization, as it is for any philanthropic entity. We support groups working in areas our board has identified as critical for the advancement of our region. Like all grantmakers, however, the William Penn Foundation has finite resources. Our funds are relatively small when compared with the tremendous needs and large streams of public dollars that shape life in our region.

We are committed to creating positive change in Greater Philadelphia, not only by supporting good organizations, but also by achieving tangible improvements to the systems and policies that shape the quality of life in our community. We recognize that we could never keep such a promise by acting alone. Our mission demands that we engage in partnerships with a wide range of institutions, including nonprofits, public officials, and other funders. Collaboration is at the core of our beliefs; it guides our actions.

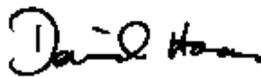
Along with collaboration comes a need for openness and transparency. We want to be even clearer about what we're trying to achieve—why, how, and with whom.

Therefore, we recruited several accomplished writers to cut through the complexity and examine some of the ways in which we work with others to achieve our goals. We hope you'll appreciate their perspectives on our efforts to advance Greater Philadelphia.

Sincerely,



Janet Haas, M.D.
Chair of the Corporation



David Haas
Chair of the Board



Feather O. Houstoun
President



What We Do

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.

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.

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 organizations' 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 focuses 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 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, including critical habitats and waterways. A goal of our Environment & Communities funding is 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.



Arts & Culture

The William Penn Foundation and The Pew Charitable Trusts:
**Collaborating for a Vibrant
Cultural Community**

by PETER MAZZACCARO

Greater Philadelphia boasts an increasingly dynamic cultural sector. By and large, the arts are thriving, thanks to the efforts of dedicated artists and the leaders of Philadelphia's nonprofit cultural institutions.

Because these groups operate in an environment that is not market-driven, however, they must be creative in finding ways to establish long-term stability and the infrastructure to support their artistic missions.

In response to this need, the William Penn Foundation and The Pew Charitable Trusts have worked together to create a comprehensive structure of funding and technical assistance for the cultural sector that ultimately supports the creation of high-quality art.

Their frequent collaboration is aimed at helping arts organizations in Philadelphia to confidently sustain their mission-driven work. As a result, many cultural groups in Philadelphia are better able to plan for the future, use technology, strengthen their finances and operations, and make connections with other arts organizations around the region and the country—all in service to their artistic missions.

When Arts & Culture Director

Olive Mosier first joined the William Penn Foundation six years ago, the Foundation had occasionally worked with the Trusts, but communication between the two grantmaking

organizations was not frequent. When the Foundation embarked on a new strategic plan, Mosier thought the time was right to develop a closer relationship with the Trusts. "We decided to look at Pew and find a way to fund that would sit intelligently next to them," Mosier says. "What we hope we have now is a mosaic of intelligent funding in which both organizations communicate regularly. There's a real spirit of collegiality between our organizations."

Mosier's counterpart at the Trusts, Director for Culture and Civic Initiatives Marian Godfrey, feels the same way. "It's important that we work in complementary fashion so as to avoid funding at cross purposes," she says. "We're in a much more



intensive collaboration now. We talk all the time. We explore issues with each other early on as we develop new programs. It's absolutely about trying to make the most of our pooled human and intellectual, as well as financial, capacity."

The result is a funding environment that the grantmakers hope is predictable and easy for cultural groups to understand—one that supports their ability to plan for the future.

For instance, the Trusts' Artistic Initiatives often provide consulting expertise to arts groups, while the Foundation might provide long term support to implement the Trusts' recommendations. Both hope the result of this collaborative approach is a stronger organization, better equipped to pursue its artistic vision. "We work very hard with each group to make sure our grants are going to help them meet their goals," Mosier says.

The William Penn Foundation and The Pew Charitable Trusts have worked together to create a comprehensive structure of funding and technical assistance for the cultural sector that ultimately supports the creation of high-quality art.

Responding to a desire by local dance troupes to establish a dedicated space for performances and rehearsals, the Foundation and the Trusts commissioned a study led by the Nonprofit Finance Fund that considered the capacity of the region's dance companies and the strength of the region's dance audience and fundraising resources.

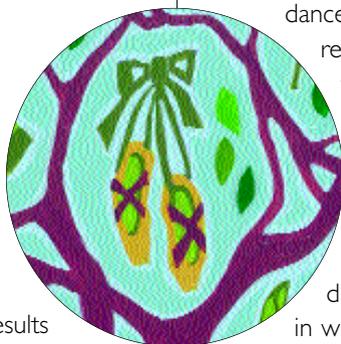
The study concluded there was a substantial amount of planning and work to be done before the goal of a productive dance space could be realized. The Foundation and the Trusts worked together to make sure that planning process proceeded.

"We knew we didn't want to jump in without any planning," says Headlong Dance Theater Co-Director Amy Smith, who has been involved with the process since it began

in 2003. Support from the Trusts and the Foundation helped the dance community to address the recommendations in the study. For example, Smith says, "we established a best practices forum in which we brought in members of dance organizations from other cities that had experienced the same things we had in Philadelphia."

To build on the work to date, and with the dissolution of the Philadelphia Dance Alliance, the Foundation hopes to help the dance sector establish a branch of the national service organization Dance/USA in Philadelphia. Smith believes eventually, through the planning framework established with the help of the Foundation and the Trusts, Philadelphia's dance community will have its own space where companies can practice, perform, and create. "We hope the director of this new organization will put real energy into the question of a

A number of programs are currently underway that demonstrate the synergy that exists between the Foundation and the Trusts. An early project, the results of which are still being realized, was a collaborative effort to launch a dance space study in Philadelphia.



dedicated dance space," Smith says. "We're adding capacity and improving our organization. There's a lot of enthusiasm."

Business planning is an important part of making arts programs sustainable. One of the most critical aspects of planning is reliable data. Recognizing that fact, the Foundation and the Trusts recently partnered with the Greater Philadelphia Cultural Alliance, the Greater Pittsburgh Arts Council, the Heinz Endowments, the Pennsylvania Council on the Arts, and the Pittsburgh Foundation to create the Pennsylvania Cultural Data Project (PACDP). The project will make huge strides in collecting and organizing statewide data on cultural institutions.

"There was a real need for good, solid data, and the non-profit cultural sector can often be data poor," explains Peggy Amsterdam, president of the Cultural Alliance. "How could we gather reliable data, and at the same time, give something substantial back to the cultural organizations that contribute to the project?"

The answer was PACDP. Launched in September 2004, the program gathers information from cultural institutions, enabling them to report uniform data as part of their grant applications to multiple funders. Participating groups then have the opportunity to access data

and analyze their operations against similar institutions. They can compare ticket sales, subscriptions, expenses, and other information that can be used for benchmarking and planning. It continues to develop as a rich source of data to track trends across the arts, supplying detailed information on grant applicants' revenue and expenses.

"It will be a very helpful tool for arts and cultural organizations to track their work, to monitor trends, and see cause and effect on everything from ticket sales to donor support," Amsterdam says.

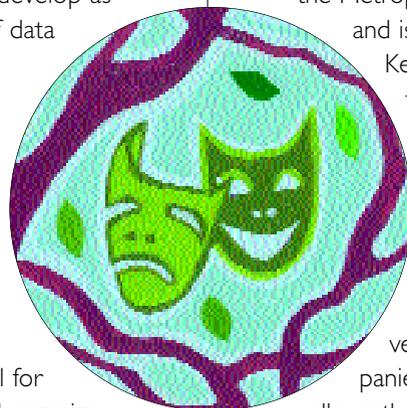
The two philanthropic organizations' support for innovation also includes grants to help the Theatre Alliance of Greater Philadelphia to establish a

consortium that will distribute Tessitura, a state-of-the-art software package considered by many to be the gold standard for patron relationship management.

Tessitura was developed by the Metropolitan Opera, and is used by the Kennedy Center, the Kimmel Center, the Royal Shakespeare Company, and dozens of other leading venues and companies. The software

allows theatres to do everything from real-time, online ticket sales to integration of marketing and fundraising data.

"We found that a lot of theatres were using multiple software packages and many more needed to upgrade what they had," says James Haskins, executive director of the Theatre Alliance. "Many were going to be forced into using something they didn't want. None could afford Tessitura on their own."



"With declining subscriptions and changing ticket-buying patterns, theaters were at risk in the very near future unless they got ahead of the trend. This compels theater companies to move into the 21st century."

—James Haskins, Executive Director, Theatre Alliance

Members of the Theatre Alliance proposed that it establish a consortium to purchase and support the cutting-edge software on its behalf. The Trusts and the Foundation agreed to invest in their efforts with a multi-year funding strategy to help the theatre community take full advantage of this breakthrough technology.

Implementation of Tessitura is under way. In 2006, Haskins will leave his post at the Theatre Alliance to become the managing director of The Wilma Theater, which will become the first member of the consortium to use Tessitura. Nine groups are expected to implement Tessitura within three years, and the Theatre Alliance anticipates making aspects of the software available to every member who needs it within five years.

The impact, according to Haskins, will be more than a nice software package. "With declining subscriptions and changing ticket-buying patterns, theatres were at risk in the very near future unless they got ahead of the trend," he says. "This compels theatre companies to move into the 21st century."



Consumers increasingly have myriad choices for entertainment and culture. Donors are confronted by growing needs from a variety of sectors. With such intense competition for earned and contributed support, it is essential that cultural organizations not only plan carefully to attain goals, but also create the infrastruc-

ture to continue building upon their progress.

"Thanks to the vision and talent of our local artists and arts managers, Philadelphia's cultural sector is doing great things," says Mosier. "Our role, in conjunction with our colleagues at the Trusts, is to help them access the resources and tools they need to pursue their missions and sustain greatness."

Through the productive spirit of collaboration between the Trusts and the Foundation, both grantmakers hope to continue helping cultural groups do exactly that.

"Thanks to the vision and talent of our local artists and arts managers, Philadelphia's cultural sector is doing great things. Our role, in conjunction with our colleagues at the Trusts, is to help them access the resources and tools they need to pursue their missions and sustain greatness."

—Olive Mosier, Program Director

About the Author: Peter Mazzaccaro is a freelance writer living and working in Glenside, PA. He previously edited the arts and entertainment section of Philadelphia Style magazine and was the editor-in-chief of the Chestnut Hill Daily Local. Mazzaccaro teaches writing at La Salle University.

The William Penn Foundation and the School District of Philadelphia:

Private Dollars, Public Innovation

by CONNIE LANGLAND

When Paul Vallas, CEO of the School District of Philadelphia, wants to try a new program or intervention to advance his vision for school reform, he has to think long and hard about where the money will come from.

Like the heads of most large school districts, Vallas works with a tight budget constrained by legislative mandates. Much of the budget he manages is marked for specific federal and state educational requirements. Precious little is available to try new things and take risks.

So when a promising idea comes along, Vallas and his staff often turn to the William Penn Foundation for what he calls “venture capital.” For any school



district, this is some of the hardest money to raise.

“Our relationship with the Foundation has allowed us to initiate programs that are vital to making the District’s reform successful,” says Vallas.

Dr. Candace Bell, who manages the Foundation’s grantmaking in the schools, agrees with the venture capital characterization. “Because we’re confident in the District’s current leadership, we know that an early-stage investment in their ideas is money well-spent,” she says. “The only way that new ideas can work is to try them out and learn from their successes and failures.”

Because the Foundation has a limited amount of capital to invest, it has established priorities



“Because we’re confident in the District’s current leadership, we know that an early-stage investment in their ideas is money well-spent. The only way that new ideas can work is to try them out and learn from their successes and failures.”—Candace Bell, Program Officer

about the programs it supports. According to Bell, the Foundation is looking for “ideas supported by credible research; ones likely to have broad systemic impact.”

The Foundation has also established a pattern of funding new ideas only when the District exhibits sufficient will to carry the programs forward beyond the Foundation’s early investment.

Three initiatives demonstrate the potential of this partnership: one supports the District as it improves management of its schools, a second boosts the prospects of the city’s youngest at-risk learners, and a third helps parents become strong partners in their children’s education.

These ventures are showing promising results.



In the fall of 2005, the District sought Foundation backing to expand an initiative called SchoolStat. The program provides a monthly checkup of how local schools are functioning. The pilot program showed strong results,

and the District was eager to adopt the system citywide.

The Foundation agreed to a speedy infusion of funding, impressed by the premise of continuous improvement underlying the SchoolStat process. The initiative is also expected to help the District meet annual goals under the federal No Child Left Behind legislation.

SchoolStat calls on principals to track key indicators of school life including student attendance, teacher attendance, use of substitute teachers, serious incidents, and student suspensions.

With this data in hand, principals and regional superintendents meet monthly to review performance, tackle trouble spots, and practice “relentless followup” to prevent problems from festering unattended.

SchoolStat is a “homegrown solution” to school quality issues, according to Dr. Gregory Thornton, Chief Academic Officer of the District.

“If you are going to have management by the facts, then you have to take time out to

review the data and commit to the interventions to change that data. We are data rich. The challenge is to turn the data into achievement for kids. We are seeing such encouraging results, we feel this is worthwhile,” Thornton says.

“SchoolStat allows us to ascertain how we are doing on a weekly and monthly basis. It’s something like a scoreboard. Imagine a baseball team that couldn’t see how it was doing from inning to inning. This gives us the opportunity to make mid-course corrections. It allows us to ask, ‘Is it working, and if it’s not, why not?’”

The pilot program, developed for the District by the Fels Institute of Government at the University of Pennsylvania, is modeled after a system that has produced success in other sectors, notably the New York City Police Department. That program, called CompStat, uses crime data and weekly strategy sessions to drive evidence-based policing. The city has seen dramatic decreases in crime rates in most categories, with credit to the CompStat approach.

The District instituted SchoolStat in 15 schools in the Southwest Region in 2003–04 and added more schools in 2004–05. That year, despite having 14 new principals, the Southwest Region saw a 22 percent drop in suspensions and a 9 percent reduction in substitute teaching costs. Principal ratings also were very high.

With support from the Foundation, the District was able to broaden the impact

of a program showing strong results. The initiative has caught the attention of districts elsewhere in the country drawn to the prospect of real-time analysis of school operations resulting in improved performance.



In another major ongoing collaboration, the Foundation supported an initiative to establish summer literacy academies for two special cohorts of students—kindergartners identified by their teachers as being greatly at risk for failing to learn to read and children on the cusp of kindergarten with no preschool experience.

In the District's view, these academies play an important role in efforts to reach the city's youngest learners. And the stakes are high. Research shows a strong correlation between reading failure and student retention, behavior problems, school dropout rates, and even incarceration.

According to Bell, the District's efforts to draw children into strong preschool and kindergarten programs are thwarted by existing state law. Parents are not required to enroll children in school until age eight, and kindergarten is not mandated in Pennsylvania. "Until the law changes, what we have are kids entering kindergarten who are overage and under-prepared," she says.

In its first three years, the program served about 4,000 kindergarten students and 2,400 incoming kindergartners.

At the outset, there were difficulties in implementation, especially in accurately identifying children without previous school experience. Parents seeking the benefit of the summer academy experience ignored the no-schooling prerequisite.

Borrowing the idea of venture capital funding, the Foundation, in its collaboration with the District, can provide a strategic infusion of funding that permits the district to explore, evaluate, and expand promising program ideas.

District evaluators revamped the academies each year during the pilot period.

"We've had a few glitches but we've gotten better every year," says Donna Piekarski, with the District's Office of Early Childhood Education.

The program provided an unexpected but welcome additional benefit, Piekarski says. Teachers in the academies received professional development support that resulted in improved teacher use of best practices in reading, not only in the summer academies, but also into the regular school year.

Key components identified

for improvement included registration procedures; screening and pre-testing; timing and duration of pre- and post-testing; alignment of curriculum with assessment measures; difficulty level of the kindergarten curriculum; and the recruitment plan for the parent workshops.

Theory and logic suggested that it was a sound strategy to try, but "the mechanics weren't simple and it was not certain that six weeks of intervention, no matter how intensive, would be enough to show up in test scores," according to Bell. "We knew the devil would be in the details."

Bell monitored the ongoing modifications and continued to support the program because she believed in its potential, despite the challenges. "But you have to be open to the possibility that what sounds good in theory may not work out in practice. That goes to the importance of good evaluation," says Bell.

After three years of piloting, the District has decided, based on evaluation results, to only run citywide the program for kindergartners who have been identified by their teachers as needing extra support. The District will continue to run the pre-kindergarten element of the program, but only in two regions.



The Parent Leadership Academy, a third program funded by the Foundation, supports parents to become strong advocates for their children in the school setting.



With support from the Foundation and assistance from the District, parent centers have opened at three sites: Austin Meehan Middle School, Grover Cleveland Elementary School, and Palumbo High School. Each center has a computer lab, a resource room, a classroom, and space for office staff.

Parents want support on both personal and educational issues, says Florence Mickens, program manager: "With input from parents, we are building this program one layer at a time. There will be a bit of experimentation to find what really works for our parents," Mickens says, but the goal is to help parents become confident, informed leaders.

The program presents implementation challenges, but the Foundation is committed to working with parents and the District to ensure its success. From the Foundation's perspective, too much is at stake. According to Bell, "the District's achievements in school reform simply won't be sustainable without strong parent leadership."

With SchoolStat, the Foundation provided an injection of funds to expand a school-improvement program already off to a promising start.

The effort to launch the summer literacy academies required funding, evaluation, and re-evaluation to shape a

program likely to change the lives of thousands of kids.

The parent leadership initiative creates a partnership between the Foundation and parents who, with training and support, can play a pivotal role in school improvement across the city as well as in the education of their own children.

According to Bell, the Foundation is looking for "ideas supported by credible research; ones likely to have broad systemic impact."

Borrowing the idea of venture capital funding, the Foundation, in its collaboration with the District, can provide a strategic infusion of funding that permits the district to explore, evaluate, and expand promising program ideas.

The result, says Vallas, is that William Penn Foundation grants "have helped establish quality programs that are central to the overall reform plan for city schools."

About the Author: *Connie Langland is a former writer for The Philadelphia Inquirer, where she covered education issues including trends in reading and math instruction and the impact of testing and the No Child Left Behind legislation on local schools. Langland created the Inquirer's ambitious annual review of Greater Philadelphia's school systems, "The Report Card on the Schools."*

Environment & Communities

The William Penn Foundation and The Reinvestment Fund:

Shared Interests, Values, and Vision

by PATRICIA HORN

In the fall of 2001, Gerry Wang had been charged with developing a new strategic vision for the William Penn Foundation's investments in community redevelopment.

In her efforts to explore new approaches, Wang, director of the Foundation's Environment & Communities program, was growing increasingly frustrated by the lack of reliable data on Greater Philadelphia's neighborhoods. She turned to Jeremy Nowak, president of The Reinvestment Fund (TRF).

They had never met before, but Nowak had a reputation as an innovative thinker and an even better do-er.

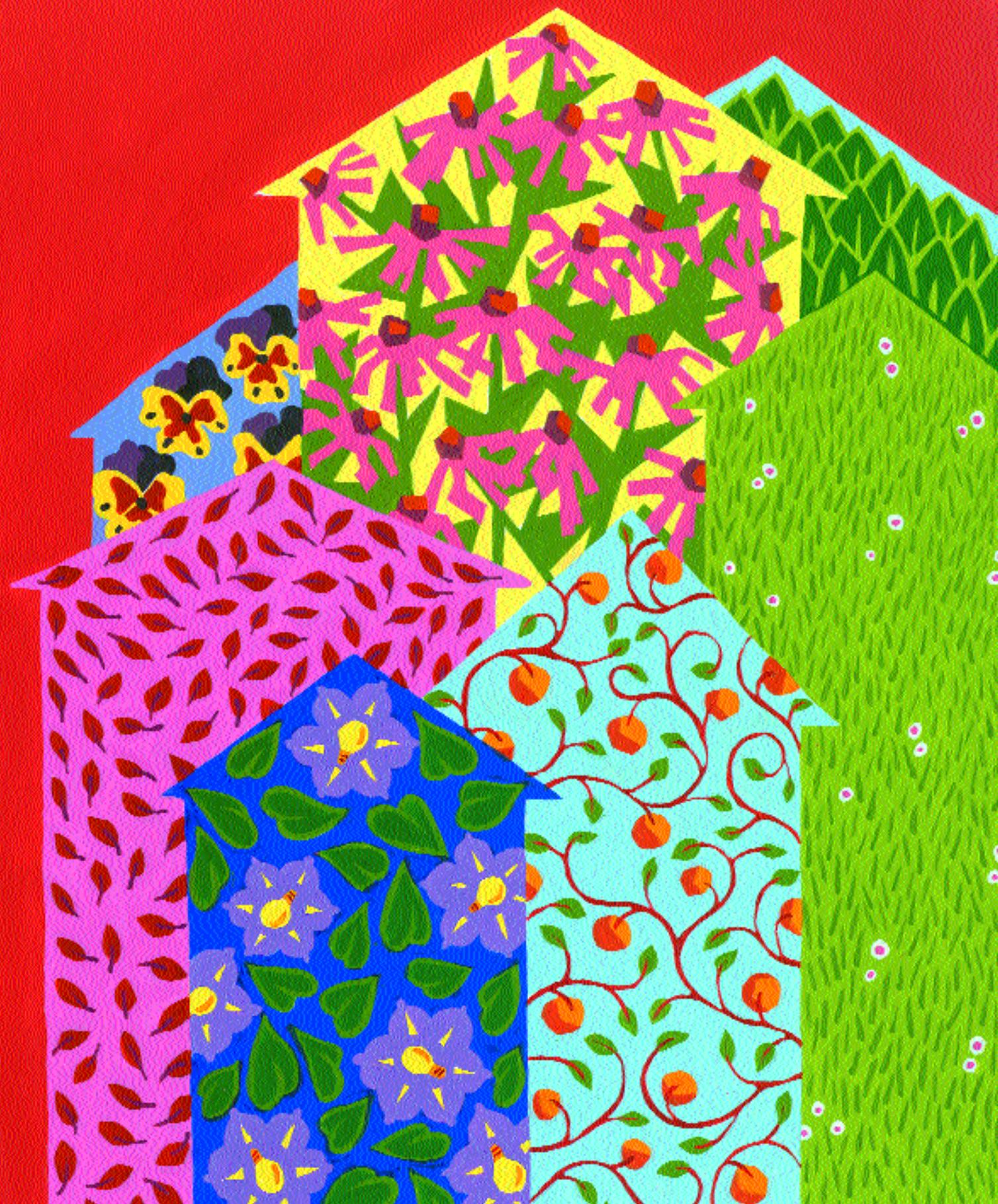
"In a good partnership, you have to have shared self-interest that comes out of your values and your vision."

—Jeremy Nowak, President
The Reinvestment Fund

Wang was hopeful that he could help the Foundation generate some fresh ideas and steer her toward data that would inform a new approach to community redevelopment.

The chemistry that developed through those early brainstorming sessions grew, and today extends throughout the staffs at both organizations. In the intervening years, it has become what the Foundation now considers one of its most valued donor-grantee relationships. And what Nowak calls his closest grantee-foundation relationship.

"I've never felt with William Penn like I was a grantee," Nowak says. "The power



dynamic feels more like a partnership. ...In a good partnership, you have to have shared self-interest that comes out of your values and your vision. William Penn has a keen interest in the region and in rebuilding the core city and the core environment. And so do we."

TRF brings its lending, investments, and research

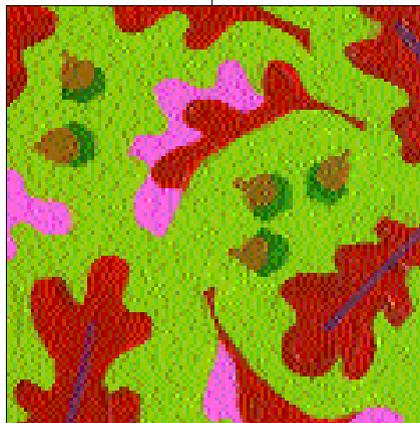
to the partnership, he explains, while the Foundation brings its philanthropy and relationships.

"The partnership is really a conversation about how the relationship works together to get to the common goals," says Nowak.

Nice words. But how do you get to that sort of relationship when one party holds the money, and the other needs it?

Nowak founded TRF two decades ago. Today, the Philadelphia nonprofit manages \$300 million in assets for lending in housing, small business and economic development, energy, charter schools, and child care centers. Until now, it has mostly acted as a banker, collecting and redistributing

monies to fund redevelopment in the Greater Philadelphia region. It has also made a name for itself as a source of community data in Philadelphia and the state. Governments, banks,



philanthropists, developers, and others use TRF's data in their work.

But recently TRF has spread its wings—in part because of its special

relationship with the Foundation. As its national profile has grown, TRF has begun to take on projects in other cities as well. And

after 15 months of study, it is itself becoming a developer.

In the fall of 2001, when Wang arrived at TRF's office, Nowak gave her a favorite line: "Let me show you some maps."

The maps did indeed wow her; Wang remembers. Spread before her were the maps a community development aficionado couldn't help but love. Data, lots of data, on foreclosures, vacant lots, housing values, and other key barometers of a community's health. It could all be color-coded on one map, and it was all searchable via computer.

She could zoom in on one block, or several blocks, or zoom out to look at the entire city. In aggregate, the maps showed 31,000 vacant lots, 26,000 vacant residential buildings, and 2,100 vacant commercial and industrial buildings. Cruel facts. Damning facts.

But in front of her was information she hadn't previously been able to access, and a guide for a new strategic vision for the Foundation's community development programs—a clear set of data that would inform the Foundation's efforts to create a better quality of life for years to come.

"Before, the community redevelopment strategy had been all about this block or these few blocks," she says. "No one had the big picture

"The partnership is really a conversation about how the relationship works together to get to the common goals."

—Jeremy Nowak, President
The Reinvestment Fund

Community development had been pursuing a deficit strategy. “TRF was saying ‘you’ve forgotten your best assets.’”

—Gerry Wang, Program Director

of what was going on, the trends for the whole city.”

Wang returned to her Foundation colleagues and said: “You have got to see this guy’s work.”

So Nowak and other TRF staff took their work in front of the Foundation’s staff and board. Like Wang, they were impressed. Yes, TRF’s data showed a seriously troubled city. But it also pointed out its incredible assets: two rivers and an extensive system of parks; great institutions of higher learning; world-class medical facilities; and a prime location in the Northeast Corridor. TRF’s recommendations proposed how to build on the city’s strengths, not just fix its weaknesses.

According to Wang, this was a revelation. Community develop-

ment had been pursuing a deficit strategy. “TRF was saying ‘you’ve forgotten your best assets.’”

That type of fresh thinking, among other things, is what TRF gives the Foundation. The knowledge and information that TRF provides creates balance in the relationship, making it much more than just a donor-grantee contract.

In early 2002 the Foundation lent TRF \$5 million for 10 years to use for development activities and land banking in Philadelphia and Camden, particularly targeting West and Southwest Philadelphia.

The knowledge the Foundation gained from TRF changed where the Foundation gave some of its other funding as well. The Foundation made it a priority to collaborate with other funders and grantees in those same targeted areas.

For example, it brought TRF and the Pennsylvania Horticultural Society, which it also funds, together to work jointly on greening projects in West Philadelphia.

In many ways, TRF helped the Foundation to realize that

Philadelphia was undervaluing one of its best assets—its natural resources. TRF’s market analysis led the Foundation to invest \$1 million in the Greater Philadelphia Tourism Marketing Corporation to help create a multimillion dollar marketing campaign to promote the region’s parks, rivers, and considerable outdoor amenities.

TRF also helped to bring new private sector partners into the city’s community development arena, creating new opportunities to leverage real change in stressed neighborhoods.

That’s some of what made



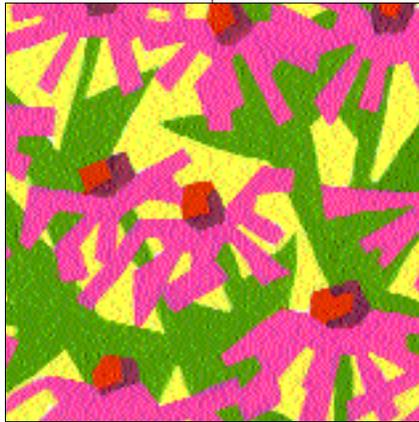
the relationship work for William Penn. What made the relationship work for TRF? The Foundation gave TRF money, contacts, and a seal of

approval with other funders.

“They made an investment in us and said to others ‘Look at this data. It is really interesting. Let’s work with this,’” Nowak recalls. “We had their imprimatur.”

That opened doors for TRF. And the Foundation made it a point to open others as well. It asked TRF to join the

Philadelphia Neighborhood Development Collaborative, where financial institutions like Wachovia and PNC Bank, as well as other grantmakers like The Pew Charitable Trusts, pool funds for innovative community development efforts.



“We have a bird’s-eye view of the community development sector,” says Wang, about her role as a grantmaker. “Often, we can see which dots should be connected and will do whatever we can to bring people together to create value greater than the sum of the parts.”

“These are the little things a funder can do to be a partner, not just a check writer.” In Wang’s experience, little things often create the biggest opportunities for impact—sometimes more so than the grants themselves.

But what about the money? William Penn’s first investment in TRF was a loan, a unique move by the Foundation. That initial \$5 million has already been recycled many times in TRF’s lending to help redevelop parts of Philadelphia, says Nowak.

In February 2004, the board awarded TRF a grant of \$1.5

million to advance statewide housing policy reforms in Pennsylvania (in addition to work in New Jersey and Philadelphia). The resulting policy analysis by TRF has been a substantial catalyst for change related to the 67 discrete programs that

account for the commonwealth’s \$3.9 billion annual investment in housing.

More recently, the Foundation granted \$1.5 million to help

“These are the little things a funder can do to be a partner, not just a check writer.”

—Gerry Wang, Program Director

TRF create a new affiliate development company as well as a technical assistance program to restore the market viability of older, distressed areas in the region. In essence, Nowak and this new entity will gather urban land for resale to make it more attractive to developers who might not otherwise invest in targeted urban areas.

That grant was the culmination of what Nowak values perhaps most in William Penn: It wants TRF to grow, innovate, and take risks.

Before she died in early 2005, the Foundation’s former leader, Kathy Engebretson, challenged Nowak and TRF to step up: “You have to go further. Someone needs to put together a corporation to pick up land and assemble parcels.”

TRF spent 15 months considering that challenge and planning how to take the step. This year it will launch that new affiliate.

“William Penn gives us the

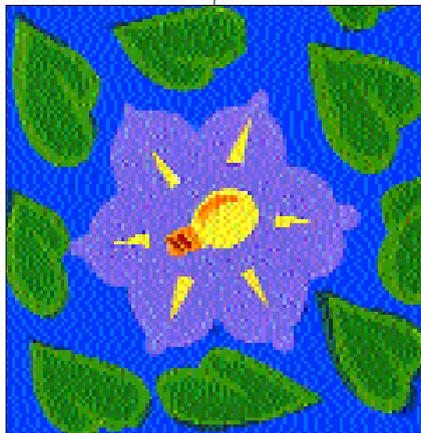
Success comes when all parties can “look at reality in a clear way and do not think that anyone in the partnership has all the answers. To solve problems you have to confront reality and do it with a common set of values.”

—Jeremy Nowak, President
The Reinvestment Fund

kind of money that we can take risks with. It allows us to incur the cost of innovation," Nowak says. "That is a really important thing to do and the hardest money to raise."

The relationship is not without its difficulties, however: Like other foundations, William Penn can be impatient, says Nowak. This impatience occasionally leads to disagreements, which he says come from the two very different positions in which the groups find themselves. Foundations give money to others to pursue objectives. Implementers have to find ways to accomplish the objectives.

"They'll say 'Come on, can't you just do that?'" Nowak remarks. In reality, he says, organizations have bureaucratic constraints and getting through the human reality of operations can take time. So no, TRF cannot always get it done on the Foundation's schedule. The key, says



Nowak, is that the Foundation and TRF can "confront those differences."

"William Penn gives us the kind of money that we can take risks with. It allows us to incur the cost of innovation," Nowak says. "That is a really important thing to do and the hardest money to raise."

Success comes when all parties can "look at reality in a clear way without thinking that anyone in the partnership has all the answers. To solve problems you have to confront reality and do it with a common set of values."

About the Author: *Patricia Horn is a former reporter for The Philadelphia Inquirer, where she won three statewide awards for her business coverage. In her last beat at the Inquirer, she covered the business of the arts. Horn has also written for The Baltimore Sun, The Christian Science Monitor, The Fort Lauderdale Sun-Sentinel, and The Sarasota Herald-Tribune.*

The Hopewell Big Woods Partnership:

Preserving a Regional Treasure Through Collaboration

by DICK COOPER

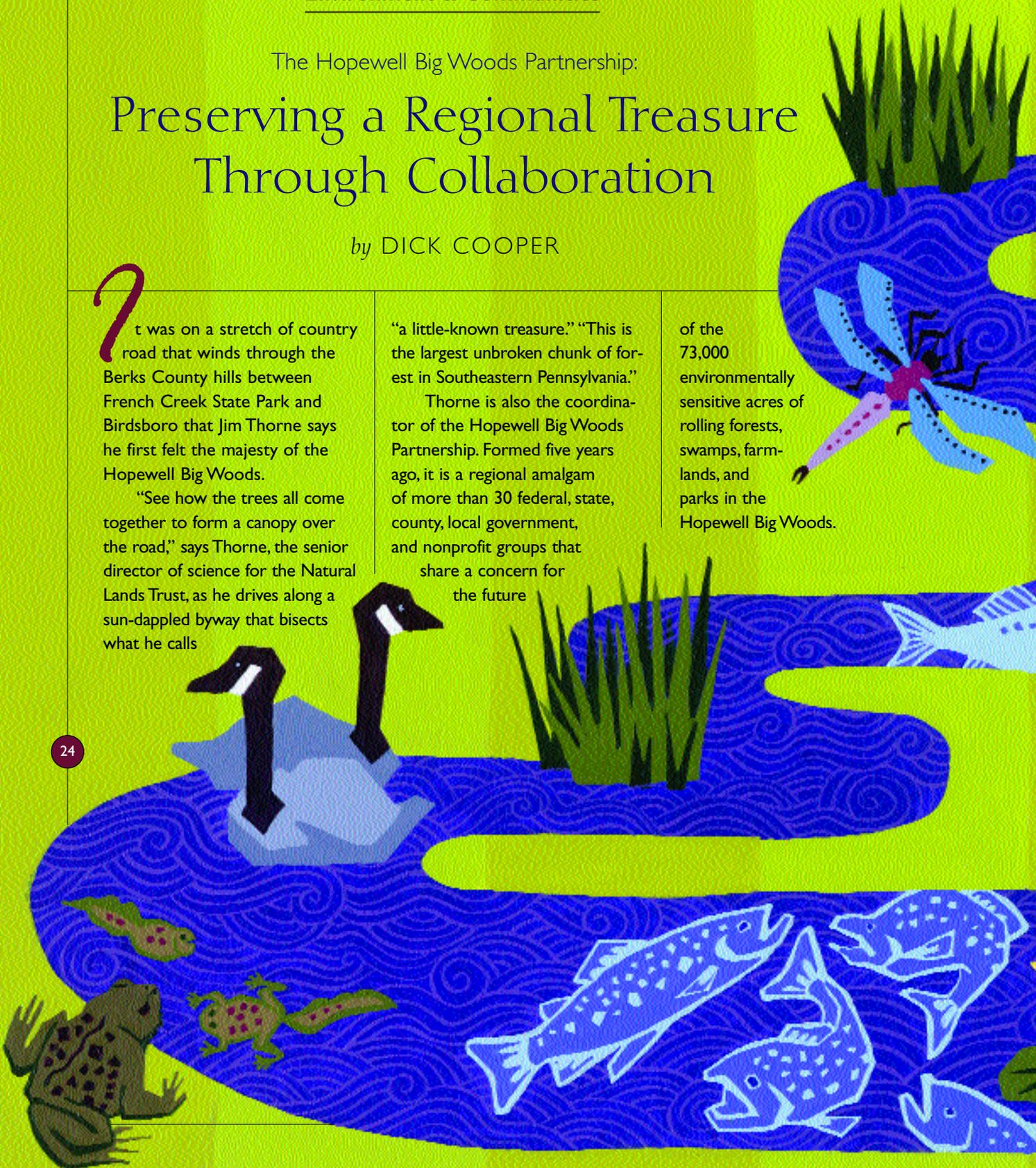
It was on a stretch of country road that winds through the Berks County hills between French Creek State Park and Birdsboro that Jim Thorne says he first felt the majesty of the Hopewell Big Woods.

"See how the trees all come together to form a canopy over the road," says Thorne, the senior director of science for the Natural Lands Trust, as he drives along a sun-dappled byway that bisects what he calls

"a little-known treasure." "This is the largest unbroken chunk of forest in Southeastern Pennsylvania."

Thorne is also the coordinator of the Hopewell Big Woods Partnership. Formed five years ago, it is a regional amalgam of more than 30 federal, state, county, local government, and nonprofit groups that share a concern for the future

of the 73,000 environmentally sensitive acres of rolling forests, swamps, farmlands, and parks in the Hopewell Big Woods.





"We are building something special here," he says. "We want to be able to show people what can be done when you use some TLC!"

Funded by a grant from the William Penn Foundation, the Hopewell Big Woods Partnership is also a prototype for future cooperative ventures, says Cindy Dunn, director of conservation and recreation for the state Department of Conservation and Natural Resources.

"We consider it the greatest opportunity in all of Southeastern Pennsylvania to pool together to conserve a large tract of land," Dunn says. "We hope that local residents, as well as the people of the Greater Philadelphia area, will come to view it as their wilderness."

"We also see it as a way of merging goals and finding ways to conserve natural lands in ways that will increase the value of that land through water supply and enhanced recreation," she says.

According to Thorne, the partnership has raised the profile of Hopewell Big Woods across the state, leading to growing confidence in the partnership's ability to achieve conservation success.

Chris Washburn, who heads up the Open Space Committee for North Coventry Township, says the partnership has also helped forge bonds among neighboring municipalities who are now recognizing common issues.

"It's very important to learn the objectives and goals of other municipalities and link what you are doing with what they have going on," Washburn says.

"We know that we can't buy all of the land that we want to protect, so we try hard to enable organizations to work together to identify these unique landscapes. Then we follow up with more concentrated grantmaking."

—Andy Johnson, Program Officer

He says that because of the partnership, municipalities have formed joint committees to bring a unified approach to development, open space preservation, and recreation.

Hopewell Big Woods covers the southern end of the Highlands, a geological ridge line that runs from Connecticut through New

York and New Jersey. It is home to bald eagles, bog turtles, and other endangered wildlife. An aerial view of the area 50 miles west of Center City shows a large green wedge that runs from

northwestern Chester County up into Berks County, bounded on the north by the banks of the Schuylkill River and on the south by the Pennsylvania Turnpike. At the heart of the wedge are the 10,200 acres of woods, streams, lakes, and American history that make up French Creek State Park, the Hopewell Furnace National Historic Site, and adjoining state game lands.

Thorne says that the biggest task at hand is preservation of a total of 15,000 acres of contiguous oak forest that covers the parks and their surroundings. The Natural Lands Trust (NLT), working with the Berks County Conservancy, has developed the Birdsboro Waters project to preserve the borough's watershed. The project has garnered \$2.2 million, including \$550,000 from the William Penn Foundation, to purchase a conservation easement that will cover more than 1,800 acres owned by the Birdsboro Municipal Authority, bringing the partnership closer to preserving the 4,800 acres

needed to reach its 15,000 acre goal.

Diane Schrauth and Andy Johnson, who work on environ-

mental issues at the William Penn Foundation, say conservation groups along the Schuylkill watershed have been talking about protecting the Hopewell Big Woods for years.



"It was among the highest priority projects in the watershed," Schrauth says, and the Foundation's support enables the groups to concentrate and consolidate their efforts.

Johnson adds, "We know that we can't buy all of the land that we want to protect, so we try hard to enable organizations to work together to identify these unique landscapes. Then we follow up with more concentrated grantmaking."

The fact that the Hopewell Big Woods even exists into the 21st century as a forested island in a sea of urban and suburban sprawl is an ironic twist of history, caused by a voracious industrial technology that clear-cut the trees and covered the region in a cloud of smoke for most of the 1800s.

"It's very important to learn the objectives and goals of other municipalities and link what you are doing with what they have going on."

—Chris Washburn,
Open Space Committee,
North Coventry Township

In a new nation hungry for durable goods made of iron, southeastern Berks County had all the ingredients: iron ore, forests that provided charcoal needed to maintain a forge, and the Schuylkill, which gave the area a transportation route to Philadelphia markets.

"This whole entire area was really dedicated to iron," says Edie

Shean-Hammond, superintendent of the historic site. Iron stoves and tools and even the bars for Eastern State Penitentiary came from Hopewell's furnace. Throughout most of the 1800s, the area was a patchwork of reforested growth. Hopewell's chief ranger Jeffrey Collins says the forge went out in 1883 and some of the woods have not been cut since the Civil War.

By 1935, President Franklin D. Roosevelt had begun his New Deal programs aimed at getting people back to work. The federal government bought a large tract in the Shenandoah Valley of Virginia and the Hopewell Big Woods. The young men of the Civilian Conservation Corps turned the unused woodlands into recreation sites for city folk.

Shean-Hammond says the current partnership will help guarantee the forests are preserved for recreational use because "development pressure on the area is pretty phenomenal."

"I am excited about the Hopewell Big Woods Partnership because it provides a vehicle for the protection of our boundary," she says. "Twenty years from now this will be an island. We are far more effective working in partnership with the private sector."



To keep the partnership going, NLT's Thorne says the members meet about four times a year. He says that smaller working groups have formed to focus on specific tasks.

"Sometimes the partners

tend to think everything is taken care of," he says. "My job is to make sure they know that not everything is covered and we still need to pull

together to make it work."

The largest single piece of the Hopewell Big Woods is French Creek State Park. The federal government turned it over to Pennsylvania's care in 1946 and it has been a popular recreation destination ever since, attracting more than a million visitors a year to its campgrounds, hiking trails, lakes, and streams. Eric Brown, the recently appointed superintendent of the park, says he looks forward to working with the partnership.

"As we develop the surrounding land, the preserved lands will always be intact and their value will increase, always enticing people to enjoy healthy outdoor recreation," Brown says. "Future generations will look back and thank the people who had the foresight to maintain such beauty."

About the Author: Dick Cooper spent 36 years as a newspaper reporter and editor, the last 28 on the staff of The Philadelphia Inquirer. While a reporter at the Rochester (N.Y.) Times-Union, Cooper and fellow writer John Machacek won the 1972 Pulitzer Prize for General Local Reporting. He is now president of Cooper Media Associates, a media consulting and writing firm.

History of the Foundation

Our Foundation

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, all intended to improve the lives of the residents of Greater Philadelphia.

Over the years, presidents have included Richard Bennett, Bernard Watson, Harry Cerino, Kathy Engebretson, and Janet Haas, M.D., wife of one of Otto and Phoebe's grandsons, John O. Haas. Dr. Haas now serves as chair of the corporation. Another of Otto and Phoebe's grandsons, David Haas, serves as chair of the board of directors. Feather Houstoun, a senior public official and former cabinet member in both Pennsylvania and New Jersey, has been president of the Foundation since March 1, 2005.

Today, with nearly \$1.2 billion dollars in assets, the Foundation is one of the largest grantmakers in Greater Philadelphia, with an annual grant budget of more than \$60 million.

The following are some key moments in the Foundation's history:

1945 Otto and Phoebe Haas create the Phoebe Waterman Foundation. Early philanthropic concerns included 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.

1945–55 Gifts from the Haas family support the Foundation and continue to reflect the personal philanthropic interests of Otto and Phoebe Haas, including medical research and hospital expansion projects.

1955 As annual grants exceed \$100,000, the Foundation hires its first director.

1960 Upon Mr. Haas' death, the Foundation receives the bulk of his estate.

1960–1967 Mrs. Haas continues a program of regular gifts to the Foundation until her death in 1967. Otto and Phoebe's sons, John C. and F. Otto, head the Foundation's board.

1970 Annual grants climb to \$3.5 million, and the Foundation

changes its name to the Haas Community Fund.

1974 The Haas family renames 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. Annual grants total \$7 million.

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

2005 With nearly \$1.2 billion dollars in assets, the Foundation is one of the largest grantmakers in the Philadelphia region, with an annual grant budget of more than \$60 million. The Foundation will mark its sixth decade of philanthropy when it grants its one billionth dollar in mid-2006.





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.

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 unique specialty chemicals.

Clerking at the bank and working with a German dye and chemical manufacturer provided Mr. Haas with the 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.

Mr. Haas returned to the United States in 1909 to establish the first 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' personal concern for his employees and his financial policies enabled the company to survive the Depression without reducing its workforce.

The advent of World War II coincided with the company's development of Plexiglas, a product well-suited 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.

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.





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

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.

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.

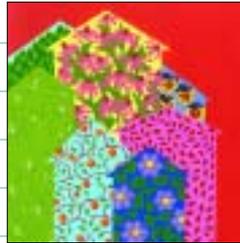
Relevance: We regularly and consistently ask our community for information regarding significant challenges faced by our region and for feedback about the value and effectiveness of our work and the relevance of our planned future directions.

Facts and Figures 2005

Financial Highlights

Statements of Financial Position, December 31, 2005 and 2004

	2005	2004
Assets		
Cash	\$ 159,787	116,000
Investments	1,221,485,672	1,178,880,704
Securities lending collateral	25,413,855	19,352,885
Program-related investments	6,000,000	6,000,000
Property and equipment, net	149,304	347,988
Total assets	\$ 1,253,208,618	1,204,697,577
Liabilities and Net Assets		
Federal excise tax payable	\$ 513,734	470,000
Deferred federal excise tax	2,894,782	—
Grants payable, net	44,702,531	44,205,546
Securities lending collateral	25,413,855	19,352,885
Post-retirement health care benefits	2,127,376	2,091,336
Accrued expenses and other liabilities	14,059	14,256
Total liabilities	75,666,337	66,134,023
Unrestricted net assets	1,177,542,281	1,138,563,554
Total liabilities and net assets	\$ 1,253,208,618	1,204,697,577



Statements of Activities, *Years ended December 31, 2005 and 2004*

	2005	2004
Revenues		
Interest	\$ 2,966,142	3,606,489
Dividends	19,985,682	17,741,702
Grants from Otto Haas Charitable Trusts	20,721,156	18,262,001
Net realized and unrealized gains	69,348,722	112,641,295
Total revenues	\$ 113,021,702	152,251,487
Grants Made and Operating Expenses		
Grants made	\$ 64,641,331	54,272,251
Program administration and general expenses	4,000,285	4,145,527
Investment expenses	3,401,359	3,379,803
Federal excise tax	2,000,000	1,393,192
Total grants made and operating expenses	74,042,975	63,190,773
Change in net assets	38,978,727	89,060,714
Unrestricted net assets, beginning of year	1,138,563,554	1,049,502,840
Unrestricted net assets, end of year	\$ 1,177,542,281	1,138,563,554

Facts and Figures 2005

Grantmaking Details

2005 Grant Facts

Letters of Inquiry Received	345
Eligible Proposals Received	242
New Grants Approved ¹	239
Dollars Awarded for New Grants (excluding small and matching gifts)	\$67,923,615
Number of Active Grants from Prior Years	142
Total Active Grants	381
Total Payments (excluding small and matching gifts)	\$63,397,160
Dollars Awarded with WPF as Principle Project Funder ²	\$6,488,803

¹ Does not include nine grants shared between more than one program area.

²The William Penn Foundation is providing the majority of support for the project.



New and Active Grants, 2005

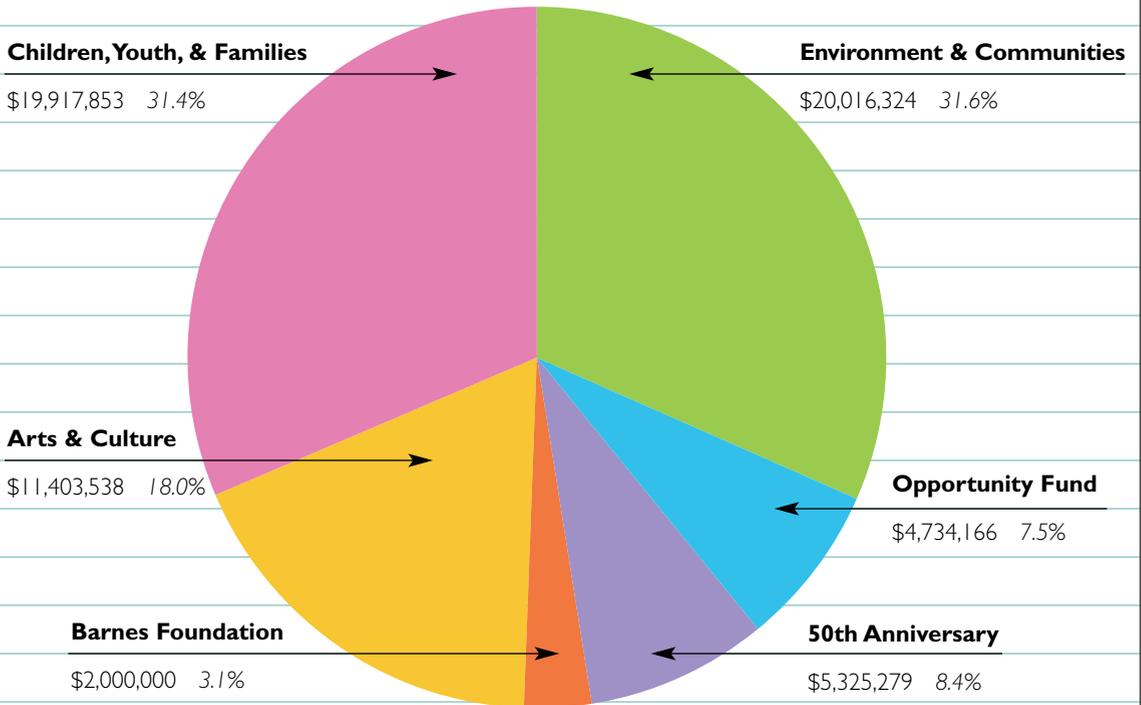
	Number of New Grants ¹	Number of Active Grants—Prior Years	Total Active Grants	2005 New Appropriations	2005 Total Payments on Active Grants
Arts & Culture	59	48	107	\$ 10,826,465	\$ 11,403,538
Children, Youth, & Families	62	34	96	25,117,421	19,917,853
Environment & Communities	81	53	134	23,938,950	20,016,324
Opportunity Fund	34	5	39	4,215,500	4,734,166
50th Anniversary	3	1	4	3,825,279	5,325,279
Barnes Foundation	0	1	1	—	2,000,000
Total	239	142	381	\$ 67,923,615¹	\$ 63,397,160²

¹ Does not include nine grants shared between more than one program area.

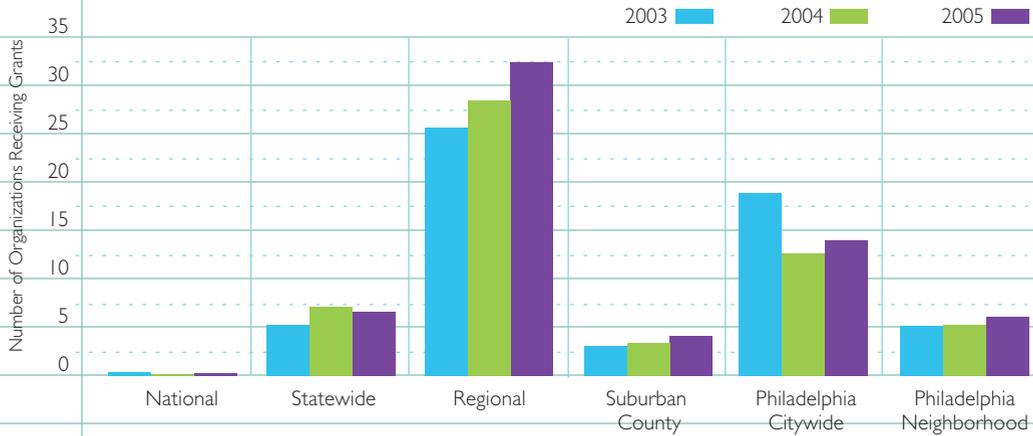
² Does not include small and matching gifts appropriations totaling \$962,205.

Awards and Payments

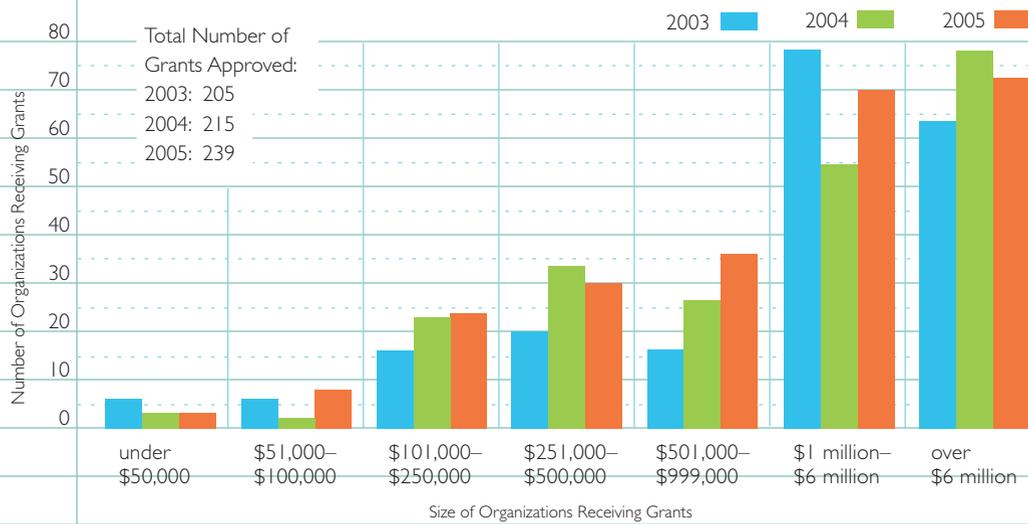
Grant Payments by Category



Grant Dollars Paid by Geographic Area Served, 2003–2005



Grant Awards by Organizational Income Level, 2003–2005



Grant Awards 2005

Arts & Culture

1812 Productions, Inc.

Philadelphia, PA
\$49,500 over 12 months

Act II Playhouse, Ltd.

Ambler, PA
\$82,500 over 12 months

Amaryllis Theatre Company

Philadelphia, PA
\$172,150 over 12 months

American Composers Forum

Philadelphia, PA
\$198,000 over 22 months

American Philosophical Society

Philadelphia, PA
\$236,500 over 24 months

Artspace Projects, Inc.

Minneapolis, MN
\$175,050 over 9 months

Asian Arts Initiative

Philadelphia, PA
\$658,000 over 14 months

**Association for the
Colonial Theater**

Phoenixville, PA
\$82,500 over 6 months

Astral Artistic Services

Philadelphia, PA
\$66,000 over 12 months

Brandywine Graphic Workshop, Inc.

Philadelphia, PA
\$165,000 over 36 months

**Choral Arts Society
of Philadelphia**

Philadelphia, PA
\$32,153 over 5 months

Clay Studio

Philadelphia, PA
\$137,500 over 20 months

Concerto Soloists of Philadelphia

Philadelphia, PA
\$125,400 over 16 months

**Conservation Center for Art
and Historic Artifacts**

Philadelphia, PA
\$485,889 over 42 months

Creative Access

Philadelphia, PA
\$123,976 over 24 months

Fairmount Park Art Association¹

Philadelphia, PA
\$82,500 over 12 months

**Greater Philadelphia
Chamber of Commerce
Regional Foundation**

Philadelphia, PA
\$165,000 over 36 months
\$68,062 over 10 months

**Greater Philadelphia Tourism
Marketing Corporation**

Philadelphia, PA
\$198,550 over 24 months

**Group Motion Multi Media
Dance Theatre**

Philadelphia, PA
\$82,500 over 13 months

Headlong Dance Theater

Philadelphia, PA
\$69,465 over 12 months

**Home Port Alliance for
the Battleship New Jersey**

Camden, NJ
\$68,000 over 6 months

Interact, Inc.

Philadelphia, PA
\$100,000 over 8 months

Jeanne Ruddy and Dancers, Inc.

Philadelphia, PA
\$121,000 over 36 months

LaSalle University²

Philadelphia, PA
\$281,600 over 24 months

Main Line Art Center

Haverford, PA
\$82,500 over 12 months

Mid Atlantic Arts Foundation, Inc.

Baltimore, MD
\$675,000 over 36 months
\$120,000 over 24 months

**Montgomery County Community
College Foundation**

Blue Bell, PA
\$214,500 over 36 months

Montgomery Theater, Inc.

Souderton, PA
\$82,500 over 12 months

National Constitution Center

Philadelphia, PA
\$477,125 over 36 months

**New Paradise Laboratories
Theatre, Inc.**

Philadelphia, PA
\$60,000 over 12 months

Nonprofit Finance Fund

New York, NY
\$459,855 over 24 months

Opera Company of Philadelphia

Philadelphia, PA
\$250,000 over 12 months

Orchestra 2001, Incorporated

Philadelphia, PA
\$190,696 over 36 months

Pew Charitable Trusts

Philadelphia, PA
\$472,000 over 36 months

Philadelphia Museum of Art

Philadelphia, PA
\$251,199 over 24 months

Philadelphia Sketch Club

Philadelphia, PA
\$82,500 over 36 months

Philadelphia Theatre Company

Philadelphia, PA
\$375,000 over 36 months

Philomel Concerts, Inc.

Philadelphia, PA
\$35,200 over 18 months

Pig Iron Theatre Company, Inc.

Philadelphia, PA
\$297,000 over 36 months

**Preservation Alliance for
Greater Philadelphia³**

Philadelphia, PA
\$330,000 over 24 months

RAND Corporation

Santa Monica, CA
\$388,871 over 12 months

**Regional Performing Arts
Center, Inc.**

Philadelphia, PA
\$200,000 over 8 months

Scribe Video Center, Inc.

Philadelphia, PA
\$110,000 over 12 months

**Theatre Alliance
of Greater Philadelphia**

Philadelphia, PA
\$436,392 over 36 months

**University of Pennsylvania –
Annenberg Center
for the Performing Arts**

Philadelphia, PA
\$455,925 over 36 months

**University of Pennsylvania –
Institute of Contemporary Art**

Philadelphia, PA
\$564,851 over 44 months

Wilma Theater, Inc.

Philadelphia, PA
\$495,000 over 36 months

Wood Turning Center, Inc.

Philadelphia, PA
\$116,736 over 12 months

²Shared grant with Children, Youth, & Families
and Environment & Communities

³Shared grant with Environment & Communities

Grant Awards 2005

Children, Youth, & Families

**Action Against Crime and
Violence Education Fund (d.b.a.
Fight Crime: Invest in Kids –
Pennsylvania Office)**

Washington, DC
\$275,000 over 24 months

**Big Brothers Big Sisters of
Southeastern Pennsylvania**

Philadelphia, PA
\$759,000 over 36 months

Big Picture Company

Providence, RI
\$225,000 over 36 months

**Bread and Roses
Community Fund**

Philadelphia, PA
\$81,032 over 36 months

Center for Literacy, Inc.

Philadelphia, PA
\$78,221 over 12 months

Children's Literacy Initiative

Philadelphia, PA
\$381,111 over 12 months

Civil Society Institute, Inc.

Newton, MA
\$82,500 over 12 months
\$1,000,000 over 12 months
\$350,000 over 24 months

**Communities in Schools
of Philadelphia Inc.**

Philadelphia, PA
\$186,200 over 12 months

**Congreso de Latinos
Unidos, Inc.**

Philadelphia, PA
\$910,800 over 36 months

**Day Care Association of
Montgomery County, Inc.**

Narberth, PA
\$75,000 over 9 months

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

Philadelphia, PA
\$77,000 over 12 months
\$82,500 over 12 months

Delaware Valley Grantmakers

Philadelphia, PA
\$9,000 over 12 months

**Diversified Community
Services, Inc.**

Philadelphia, PA
\$82,500 over 12 months

Education Law Center

Newark, NJ
\$136,932 over 12 months

Education Law Center – PA

Philadelphia, PA
\$240,185 over 18 months

**Education Policy and
Leadership Center**

Harrisburg, PA
\$248,863 over 18 months

Good Schools Pennsylvania

Philadelphia, PA
\$535,287 over 18 months

**Greater Philadelphia Federation
of Settlements**

Philadelphia, PA
\$346,500 over 36 months

**Greater Philadelphia Urban
Affairs Coalition**

Philadelphia, PA
\$82,500 over 12 months
\$198,000 over 24 months





Juvenile Law Center

Philadelphia, PA
\$200,000 over 24 months

Kean University Foundation

Union, NJ
\$455,400 over 24 months

LaSalle University⁴

Philadelphia, PA
\$281,600 over 24 months

**National Coalition of
Community Foundations
for Youth**

Basehor, KS
\$25,000 over 12 months⁵
\$24,000 over 12 months⁶

**Neighborhood Interfaith
Movement, Inc.**

Philadelphia, PA
\$215,000 over 24 months

Nonprofit Finance Fund

New York, NY
\$2,283,390 over 24 months

**Pacific Institute for Community
Organizations**

Oakland, CA
\$11,000 over 12 months

**Pennsylvania Partnerships
for Children**

Harrisburg, PA
\$750,000 over 36 months

**Pennsylvanians
for Modern Courts**

Philadelphia, PA
\$165,000 over 24 months

Philadelphia Academies, Inc.

Philadelphia, PA
\$82,500 over 18 months

**Philadelphia Chapter
of the Black Alliance for
Educational Options, Inc.**

Philadelphia, PA
\$148,500 over 36 months

**Philadelphia Citizens
for Children and Youth**

Philadelphia, PA
\$1,075,000 over 36 months

Philadelphia Education Fund

Philadelphia, PA
\$247,500 over 36 months
\$450,000 over 12 months⁷
\$600,000 over 36 months

**Philadelphia Health Management
Corporation**

Philadelphia, PA
\$570,174 over 36 months

Philadelphia Mural Arts Advocates

Philadelphia, PA
\$82,500 over 24 months

Philadelphia Youth Network

Philadelphia, PA
\$115,500 over 12 months
\$3,600,000 over 36 months

Research for Action, Inc.

Philadelphia, PA
\$1,061,610 over 24 months
\$75,000 over 18 months

Rutgers University Foundation

New Brunswick, NJ
\$693,000 over 36 months

Saint Joseph's University

Philadelphia, PA
\$275,120 over 30 months

School District of Philadelphia

Philadelphia, PA
\$746,382 over 16 months
\$82,500 over 12 months

**Support Center
for Child Advocates**

Philadelphia, PA
\$250,000 over 24 months

**Temple University –
College of Education**

Philadelphia, PA
\$277,098 over 15 months

**Thomas Jefferson University –
Child and Family
Research Program**

Philadelphia, PA
\$427,747 over 24 months
\$165,630 over 24 months

**United Communities
Southeast Philadelphia**

Philadelphia, PA
\$811,800 over 36 months

**United Way of Southeastern
Pennsylvania**

Philadelphia, PA
\$605,000 over 12 months

**University of Pennsylvania –
Cartographic Modeling Lab
School of Social Work**

Philadelphia, PA
\$605,000 over 12 months

⁴Shared grant with Arts & Culture and Environment & Communities

⁵Shared grant with Opportunity Fund

⁶Shared grant with Opportunity Fund

⁷Shared grant with Environment & Communities

Grant Awards 2005

Environment & Communities

10,000 Friends of Pennsylvania

Philadelphia, PA
\$1,000,000 over 36 months

American Littoral Society

Highlands, NJ
\$330,000 over 24 months

American Rivers, Inc.

Washington, DC
\$220,000 over 18 months

Appalachian Mountain Club

Boston, MA
\$297,000 over 24 months

**Association of New Jersey
Environmental Commissions**

Mendham, NJ
\$309,500 over 24 months

Berks County Conservancy

Reading, PA
\$660,000 over 24 months
\$165,000 over 12 months

Brandywine Conservancy, Inc.

Chadds Ford, PA
\$330,000 over 12 months

Brookings Institution

Washington, DC
\$82,500 over 12 months

Center City District⁸

Philadelphia, PA
\$1,250,000 over 18 months

**Chester Ridley Crum Watersheds
Association**

Media, PA
\$49,500 over 24 months

Citizens for Pennsylvania's Future

Harrisburg, PA
\$1,000,000 over 30 months

Clean Ocean Action, Inc.

Highlands, NJ
\$200,000 over 24 months

Clean Water Fund

Philadelphia, PA
\$330,000 over 24 months

**Coalition for Affordable Housing
and the Environment, Inc.**

Trenton, NJ
\$66,000 over 24 months

Conservation Resources, Inc.

Chester, NJ
\$165,000 over 24 months

Delaware & Raritan Greenway, Inc.

Princeton, NJ
\$165,000 over 12 months

**Delaware Valley Regional Planning
Commission**

Philadelphia, PA
\$82,500 over 12 months

**Enterprising Environmental
Solutions, Inc.**

Harrisburg, PA
\$82,500 over 12 months
\$561,000 over 36 months

Environmental Defense, Inc.

New York, NY
\$82,500 over 12 months

Environmental Leadership Program

Washington, DC
\$220,000 over 24 months

Fairmount Park Art Association⁹

Philadelphia, PA
\$82,500 over 12 months

Food Trust

Philadelphia, PA
\$220,000 over 24 months

Fund for the Water Works¹⁰

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

**Greater Philadelphia Tourism
Marketing Corporation**

Philadelphia, PA
\$1,000,000 over 30 months

**Greater Philadelphia Urban
Affairs Coalition**

Philadelphia, PA
\$82,500 over 6 months

Heritage Conservancy

Doylestown, PA
\$330,000 over 12 months

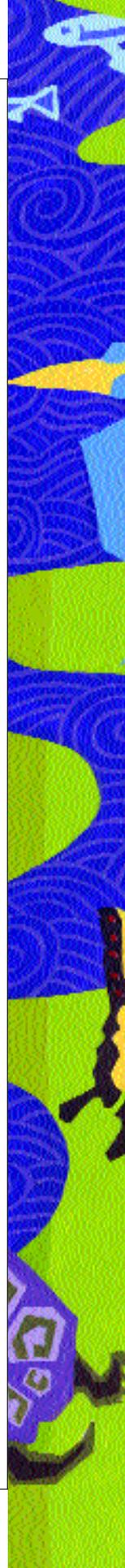
**Housing and Community
Development Network
of New Jersey, Inc.**

Trenton, NJ
\$82,500 over 7 months

⁸Shared grant with Opportunity Fund

⁹Shared grant with Arts & Culture

¹⁰Shared grant with Opportunity Fund



Institute for Conservation Leadership

Takoma Park, MD
\$275,000 over 24 months
\$275,000 over 24 months

Lancaster Farmland Trust

Lancaster, PA
\$165,000 over 12 months

LaSalle University¹¹

Philadelphia, PA
\$281,600 over 24 months

Media and Policy Center Foundation of California

Santa Monica, CA
\$165,000 over 24 months

Montgomery County Lands Trust

Lederach, PA
\$330,000 over 24 months

Moore College of Art and Design

Philadelphia, PA
\$82,500 over 12 months

National Audubon Society – Pennsylvania State Office

King of Prussia, PA
\$484,000 over 24 months

National Fish and Wildlife Foundation

Washington, DC
\$495,000 over 24 months

Natural Lands Trust, Incorporated

Media, PA
\$165,000 over 12 months
\$660,000 over 24 months
\$550,000 over 12 months

Nature Conservancy, Inc. (New Jersey Field Office)

Chester, NJ
\$330,000 over 12 months

Neighborhood Gardens Association – A Philadelphia Land Trust

Philadelphia, PA
\$82,500 over 9 months

New Jersey Audubon Society

Bernardsville, NJ
\$220,000 over 24 months

New Jersey Conservation Foundation

Far Hills, NJ
\$330,000 over 12 months
\$550,000 over 24 months

New Jersey Regional Coalition

Cherry Hill, NJ
\$82,500 over 12 months

New Kensington Community Development Corporation

Philadelphia, PA
\$308,000 over 24 months

Nonprofit Finance Fund

New York, NY
\$385,000 over 24 months

Northeast-Midwest Institute

Washington, DC
\$75,000 over 12 months

NPower Pennsylvania

Philadelphia, PA
\$250,000 over 18 months

Penn Praxis, Inc.

Philadelphia, PA
\$82,500 over 12 months

Pennsylvania Economy League, Inc.

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

Pennsylvania Environmental Council, Inc.

Philadelphia, PA
\$380,000 over 12 months

Pennsylvania Low Income Housing Corporation

Glenside, PA
\$220,000 over 24 months

Perkiomen Watershed Conservancy

Schwenksville, PA
\$112,200 over 24 months

Philadelphia Association of Community Development Corporations

Philadelphia, PA
\$110,000 over 18 months

Philadelphia Education Fund¹²

Philadelphia, PA
\$450,000 over 12 months

Philadelphia Interfaith Action, Inc.

Philadelphia, PA
\$82,500 over 12 months

Preservation Alliance for Greater Philadelphia¹³

Philadelphia, PA
\$330,000 over 24 months

Project Home

Philadelphia, PA
\$250,000 over 24 months

Rails to Trails Conservancy – Northeast Regional Office

Camp Hill, PA
\$82,500 over 6 months

Regional Housing Legal Services

Glenside, PA
\$550,000 over 24 months

Save Our Land Save Our Towns Enterprises, Inc.

Pottstown, PA
\$82,500 over 24 months

Schuylkill River Development Council, Inc.¹⁴

Philadelphia, PA
\$2,000,000 over 24 months

Scrub Foundation, Inc.

Philadelphia, PA
\$82,500 over 18 months

Share Food Program, Inc.

Philadelphia, PA
\$81,400 over 12 months

Surface Transportation Policy Project

Washington, DC
\$82,500 over 12 months

Temple University – Ambler College, Center for Sustainable Communities

Ambler, PA
\$440,000 over 24 months

¹¹Shared grant with Arts & Culture and Children, Youth, & Families

¹²Shared grant with Children, Youth, & Families

¹³Shared grant with Arts & Culture

¹⁴Shared grant with 50th Anniversary

Grant Awards 2005

Opportunity Fund

American National Red Cross – Southeastern Pennsylvania Chapter

Philadelphia, PA
\$250,000 over 12 months

Center City District

Philadelphia, PA
\$1,250,000 over 18 months¹⁵
\$82,500 over 12 months

Committee of Seventy

Philadelphia, PA
\$500,000 over 24 months

Community College of Philadelphia Foundation

Philadelphia, PA
\$125,000 over 12 months

Council of New Jersey Grantmakers

Trenton, NJ
\$1,500 over 12 months

Fairmount Park Conservancy

Philadelphia, PA
\$10,000 over 12 months

Free Library of Philadelphia Foundation

Philadelphia, PA
\$10,000 over 12 months

Fund for the Water Works¹⁶

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

Greater Philadelphia Chamber of Commerce Regional Foundation

Philadelphia, PA
\$400,000 over 24 months
\$242,000 over 24 months

Greater Philadelphia Urban Affairs Coalition

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

Historic Philadelphia, Inc.

Philadelphia, PA
\$330,000 over 24 months

Local Initiatives Support Corporation

Washington, DC
\$5,000 over 2 months

National Coalition of Community Foundations for Youth

Basehor, KS
\$25,000 over 12 months¹⁷
\$24,000 over 12 months¹⁸

OMG Center for Collaborative Learning

Philadelphia, PA
\$49,500 over 36 months

Vanguard Charitable Endowment Program

Southeastern, PA
\$250,000 over 12 months

Welcoming Center for New Pennsylvanians

Philadelphia, PA
\$82,500 over 12 months

WHYY, Inc.

Philadelphia, PA
\$330,000 over 24 months

Woodlands Trust for Historic Preservation

Philadelphia, PA
\$55,000 over 24 months

¹⁵Shared grant with Environment & Communities

¹⁶Shared grant with Environment & Communities

¹⁷Shared grant with Children, Youth, & Families

¹⁸Shared grant with Children, Youth, & Families

Grant Awards 2005

50th Anniversary

**Independence Visitor Center
Corporation**

Philadelphia, PA
\$1,000,000 over 18 months

**Regional Performing Arts
Center, Inc.**

Philadelphia, PA
\$1,775,279 over 60 months

**Schuylkill River Development
Council, Inc.¹⁹**

Philadelphia, PA
\$2,000,000 over 24 months

¹⁹Shared grant with Environment & Communities

William Penn Foundation 2005

Members of the Corporation and Board of Directors

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

Members of the Corporation

Janet Haas, M.D., *Chair*

David Haas

Duncan Haas

Frederick Haas

Thomas Haas

William Haas

Board of Directors

David Haas, *Chair*

Frederick Haas,
Vice Chair and Secretary

Michael Bailin

Joseph Dworetzky, Esq.*

James Gately**

Duncan Haas

William Haas

Gary Hack

Robert Hanrahan, Jr.*

Christine James-Brown

Barbara Lawrence

Thomas McKenna

Daniel Meyer, M.D.***

Judge Anthony Scirica

Lise Yasui

*Term ended January 2006

**Term effective April 2006

***Term effective January 2006

Foundation Staff

Feather Houstoun
President

Arts & Culture

Olive Mosier
Director

W. Courtenay Wilson
Program Officer

Leslie Gaines
Research Associate

Children, Youth, & Families

Ronnie Bloom, Esq.
Director

Candace Bell, Ph.D.
Kelly S. Woodland
Program Officers

Crista Farrell
Gisele Pinck*
Program Associates

Environment & Communities

Geraldine Wang
Director

Andrew Johnson
Shawn McCaney
Diane Schrauth
Program Officers

Evaluation & Research

Helen Davis Picher
Director

Kimberly Glassman
Program Associate

Communications

Brent Thompson
Director

Karen Ott
Communications Associate

Finance & Administration

Louise Foster
Chief Financial Officer

Bruce Bergen*
Director of Finance & Administration

Kristin Ross
Controller

Information Systems & Grants Administration

Barbara A. Scace
Director

Tiara Bell
Information Systems Assistant

Administrative Support

Emily Kennedy
Nyzinga Patterson
Nichole Young

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



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

DesignAssemblage
IllustrationEurhi Jones
Proofreader/CopyeditorKrista Harris
PrintingMichael Prestegord, Frantz Lithographic Services

About the Artist: Eurhi Jones is a Philadelphia area painter and sculptor. A graduate of Wesleyan University and The Pennsylvania Academy of the Fine Arts, she has shown at The Asian Arts Initiative, the Main Line Art Center, and the Philadelphia International Airport. She has worked extensively with the Mural Arts Program and will be producing a mural this year for the new Please Touch Museum at Memorial Hall in Fairmount Park.





WILLIAM PENN
FOUNDATION

William Penn Foundation
Two Logan Square, 11th Floor
100 North 18th Street
Philadelphia, PA 19103

Phone: 215.988.1830

Fax: 215.988.1823

E-mail: moreinfo@wpennfdn.org

Web site: www.williampennfoundation.org