ABOUT THE ARTIST

David Hlongwane, 44, began his formal training as an artist in 1986 in South Africa. He twice studied in Perugia, Italy, completing a diploma in fine arts at the Academia di Belle Arti in 1991. His mediums include drawing, painting, sculpture and printmaking.

He has worked as a graphic designer, facilitated art classes for women as well as for incarcerated young people, and has been an exhibition curator at the Robben Island Museum. He has won several awards for his painted murals, and his work has been exhibited in a number of galleries and prominent institutions.

David, a resident of Khayelitsha, a township on the outskirts of Cape Town, is married and has three children. More of his work can be viewed at www.rosekorberart.com.

ARTIST’S STATEMENT

*Toward a new dawn*

A family (father, mother and child) stand with their backs to the viewer, with arms up in celebration, looking toward the light and a new dawn. The shadows they cast are behind them, part of the past, while they look ahead to the future. Even the trees that connect the figures are signs of hope and growth. On the top left, people live in shacks while hoping that the structures will turn into proper houses. In the meantime, a large piece of wood, with a stone on top, helps to keep the shack from blowing away.
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“... every man is in partnership with the rest of the human race in the eternal conquest which we call civilization.”

Charles Stewart Mott (1875-1973), who established this Foundation in 1926, was deeply concerned from his earliest years in Flint, Michigan, with the welfare of his adopted community.

Soon after he had become one of the city’s leading industrialists, this General Motors pioneer found a practical and successful way to express his interest. He served three terms as mayor (in 1912, 1913 and 1918) during a period when the swiftly growing city was beset with problems, with 40,000 people sharing facilities adequate for only 10,000.

As a private citizen, he started a medical and dental clinic for children and helped establish the YMCA and the Boy Scouts, along with the Whaley Children’s Center, in Flint.

Nine years after the Foundation was incorporated for philanthropic, charitable and educational purposes, it became a major factor in the life of Flint through organized schoolground recreational activities, which developed into the nationwide community school/education program.

From this start, the Foundation’s major concern has been the well-being of the community, including the individual, the family, the neighborhood and the systems of government. This interest has continued to find expression in Flint and also has taken the Foundation far beyond its home city.
OUR VALUES

Charles Stewart Mott’s central belief in the partnership of humanity was the basis upon which the Foundation was established. While this remains the guiding principle of its grantmaking, the Foundation has refined and broadened its grantmaking over time to reflect changing national and world conditions.

Through its programs of Civil Society, Environment, Flint Area and Pathways Out of Poverty, and their more specific program areas, the Foundation seeks to fulfill its mission of supporting efforts that promote a just, equitable and sustainable society.

Inherent in all grantmaking is the desire to enhance the capacity of individuals, families or institutions at the local level and beyond. The Foundation hopes that its collective work in any program area will lead toward systemic change.

Fundamental to all Mott grantmaking are certain values:

• Nurturing strong, self-reliant individuals with expanded capacity for accomplishment;
• Learning how people can live together to create a sense of community, whether at the neighborhood level or as a global society;
• Building strong communities through collaboration to provide a basis for positive change;
• Encouraging responsible citizen participation to help foster social cohesion;
• Promoting the social, economic and political empowerment of all individuals and communities to preserve fundamental democratic principles and rights;
• Developing leadership to build upon the needs and values of people and to inspire the aspirations and potential of others; and
• Respecting the diversity of life to maintain a sustainable human and physical environment.

OUR CODE OF ETHICS

Respect for the communities we work with and serve;
Integrity in our actions;
Responsibility for our decisions and their consequences.

• We are committed to act honestly, truthfully and with integrity in all our transactions and dealings.
• We are committed to avoid conflicts of interest and to the appropriate handling of actual or apparent conflicts of interest in our relationships.
• We are committed to treat our grantees fairly and to treat every individual with dignity and respect.
• We are committed to treat our employees with respect, fairness and good faith and to provide conditions of employment that safeguard their rights and welfare.
• We are committed to be a good corporate citizen and to comply with both the spirit and the letter of the law.
• We are committed to act responsibly toward the communities in which we work and for the benefit of the communities which we serve.
• We are committed to be responsible, transparent and accountable for all of our actions.
• We are committed to improve the accountability, transparency, ethical conduct and effectiveness of the nonprofit field.
Program Snapshot

Vision: The Charles Stewart Mott Foundation affirms its founder’s vision of a world in which each of us is in partnership with the rest of the human race — where each individual’s quality of life is connected to the well-being of the community, both locally and globally. We pursue this vision through creative grantmaking, thoughtful communication and other activities that enhance community in its many forms. The same vision of shared learning shapes our internal culture as we strive to maintain an ethic of respect, integrity and responsibility. The Foundation seeks to strengthen, in people and their organizations, what Mr. Mott called “the capacity for accomplishment.”

Civil Society

**Mission:** To support efforts to assist in democratic institution building, strengthen communities, promote equitable access to resources, and ensure respect of rights and diversity.

**Program Areas**
- Central/Eastern Europe and Russia
- South Africa
- United States
- Special Initiatives — International

Environment

**Mission:** To support the efforts of an engaged citizenry working to create accountable and responsive institutions, sound public policies, and appropriate models of development that protect the diversity and integrity of selected ecosystems in North America and around the world.

**Program Areas**
- Conservation of Freshwater Ecosystems in North America
- International Finance for Sustainability
- Special Initiatives

Flint Area

**Mission:** To foster a well-functioning, connected community that is capable of meeting the economic, social and racial challenges ahead.

**Program Areas**
- Arts, Culture and Education
- Community Revitalization and Economic Development
- Special Initiatives

Pathways Out of Poverty

**Mission:** To identify, test and help sustain pathways out of poverty for low-income people and communities.

**Program Areas**
- Improving Community Education
- Expanding Economic Opportunity
- Building Organized Communities
- Special Initiatives

Exploratory & Special Projects

**Mission:** To support unusual or unique opportunities addressing significant national and international problems. (Proposals are by invitation only; unsolicited proposals are discouraged.)

**Program Areas**
- Historically and Predominantly Black Colleges and Universities
- Special Projects
Annual Message
“All people have a story to tell. And every story needs a listener.”

Father Michael Lapsley
Institute for Healing of Memories

Sharing voices from South Africa

People are constantly telling me that print annual reports are fast becoming relics in the publishing world. I don’t really need the reminder. I know there is a growing trend for foundations to forgo printed annual reports and instead use their Web sites to share their financial statements, auditors’ report, grant listing and other essentials that, when made available annually, provide foundations with important public accountability. In fact, some of my staff tried to convince me to dispense with a printed version of this annual report.

But then something interesting happened: The “old world” of print met the “new age” of social media and an unusual — and we hope engaging — 2009 Annual Report was born.

The meeting occurred in midyear 2010. Because we operate on a calendar year and invest in some complex instruments, our auditors were still preparing our 2009 audit in summer 2010 and our annual report was still in the early to middle stages of production.

At the same time, our communications department had seized on the 2010 World Cup being played in South Africa to shine a spotlight on some of our grantees who are working there to build civil society. For the monthlong
soccer tournament, the Foundation provided an online forum — a blog, if you will — to allow key nonprofit leaders and staff to share reflections about their work, their challenges and their hopes for their country.

That forum offered the perfect opportunity to introduce serious sports fans, as well as the mere curious, to a side of South Africa they likely would not see as part of the typical World Cup coverage — a close-up view of the civil society sector as experienced by some of our grantees.

Our grantmaking in South Africa dates back to 1988, when we made our first exploratory grant to help grassroots nonprofit employees upgrade their skills and earn certificates in adult education and community development. By 1993, we had opened an office in Johannesburg, our first office outside the U.S., which continues to operate today.

Through the years, the Foundation has made grants totaling more than $69 million to nonprofit organizations operating in South Africa to develop and strengthen the country’s nonprofit sector. The ultimate goal of this grantmaking is to increase and improve ways for ordinary people to participate in the decisionmaking processes of a democratic society.

What better way, then, to learn about both the successes and challenges facing South Africans some 16 years after their first fully democratic elections than to invite those working in the civil society sector to share their perspectives?

From mid-June to mid-July, a fresh essay was posted each weekday on Beyond the Games: Reflections from South Africa during the World Cup." By the time the final horns sounded and the last cheers faded on July 11, we had posted a diverse and thought-provoking set of essays about what excites, frustrates and inspires South Africa’s non-governmental organization (NGO) leaders.

Given the depth and breadth of that material and the personal nature of some essays, it seemed only natural to broaden their readership and elevate their visibility by making voices from South Africa a theme for our 2009 Annual Report.

We were compelled, too, by the idea that no matter where we operate — whether in Flint, Michigan; elsewhere in the U.S.; in Russia or one of the newly independent states; in South Africa or in other places around the globe — there is something important that we can do as a foundation: listen to our grantees and to the people “on the ground” and then help extend their voices in various ways, including in an annual report.

So with that as backdrop, we selected three of the 19 essays we had in hand (not an easy task, I might add), and then expanded on their richness by asking a few additional writers (all affiliated

No matter where we operate … there is something important that we can do as a foundation: listen to our grantees and to the people on the ground and then help extend their voices ….
with organizations that are current or former grantees) to submit brief essays.

In all, we present in this report nine essays from writers who are diverse in terms of age, experience, gender and race. Together, we believe these essayists present, if not a comprehensive picture of the nonprofit sector in South Africa, at least a realistic one. The writers are:

Archbishop Emeritus Desmond Tutu, whom we knew for a number of years prior to his visit to our hometown of Flint in 2004, and who recently announced his retirement from public life by the end of this year;

Father Michael Lapsley, director of the Institute for Healing of Memories, which was created to help individuals and communities affected by political conflict and violence during apartheid to heal and move forward with their lives;

Ela Gandhi, executive director of Satyagraha — In Pursuit of Truth, an organization that works to bridge divisions in housing, employment and education in South Africa;

Charles Villa-Vicencio, founder of the Institute for Justice and Reconciliation and its former executive director;

Kwandwe Kondlo, a professor at the University of the Free State and former director of the governance unit at the Human Sciences Research Council;

Amanda Cooper, exhibition coordinator at the Cape Town Holocaust Centre, and by far the youngest of the group at age 33;

Nomvula Dlamini, a senior staff member at the Community Development Resources Association, with more than 15 years of experience in nonprofit organizational development;

Marcella Naidoo, national director of Black Sash Trust, a human rights organization with a 55-year history of working in South Africa; and

Tinyiko Sam Maluleke, executive director of research at the University of South Africa and president of the South African Council of Churches.

As interesting and informative as these essays are, printing them didn’t seem sufficient in this multimedia age. Therefore, we recorded a few of the writers reading their essays and are making those available on our Web site. We hope that by hearing a few of the essays read, listeners will be moved to go back and read all of the essays posted during the summer, which remain online at: blog.mott.org.

At the same time, we could think of no better way to amplify the voices of our annual report essayists than to ask a South African artist to create our cover illustration. (More about this talented artist, David Hlongwane, who resides in

After all, the idea that we must work together, muster our courage and move boldly forward if we are to overcome daunting challenges is a theme that people everywhere surely can relate to.
Khayelitsha, an informal settlement outside Cape Town, can be found on the inside cover of this publication.

What impressed us as we reflected both on the essays written during the World Cup, as well as those we newly solicited, was how often the writers struck similar themes. Many writers described the need to be tenacious and resilient in the face of disappointment and hardship. They insisted that cooperation among all in society is not just important, it is vital to the very future of their country. They wrote about how strong communities can accomplish dramatic change. Frequently they expressed confidence that “together we can do it!” And many emphasized that NGOs can be a fierce force for creating civil society.

Amanda Cooper made the keen observation that NGOs “need to play the role of mentor and cajoler and be a mirror to reflect the need for change,” and then added: “NGOs need to be the ultimate optimists — the ones bridging cultural and society chasms, celebrating rich diversity and the value of every life.”

Yet another writer pointed out that when confronted by a serious challenge, people face a choice between being blinded by pessimism or seeing possibilities — a chord that resonated with us so much, we selected it as the title of this report.

And finally, the essays conveyed a deep sense that one must find a way to become emboldened — not embittered — by setbacks and seeming defeats.

In the end, it was the universality of the expressed themes that convinced us we should find a way to share them in our annual report. After all, the idea that we must work together, muster our courage and move boldly forward if we are to overcome daunting challenges is a theme that people everywhere surely can relate to. Indeed, that kind of firm determination is exactly what will be required in coastal Louisiana for months to come as the oil spill cleanup continues, as well as among those who have been hard hit by the global economic crisis and the resulting uncertainties that continue to plague us all as a result.

So, as you read these essays, we hope you find yourself not only enlightened about life in South Africa and informed about the role civil society is playing there, but also uplifted by the notion that “seeing possibilities” is a choice each of us can make.

Governance and Administration

In 2009, we realized a slight increase in assets, which reached $2.08 billion on December 31, 2009, compared with $1.93 billion the previous year. On the following page, we have included a chart labeled “Total assets at market value & 2009 dollars,” which tracks our asset performance since 1963.

On January 1, 2010, two members were added to the Foundation’s Board of Trustees, bringing the total number to 15. They are: Frederick S. (Fritz) Kirkpatrick, who recently retired as vice chairman and chief executive officer of the MFO Management Company in Flint; and Charlie Nelms, chancellor of North Carolina Central University in Durham.
Charlie, who served on the Foundation’s Board of Trustees in 2008, was chancellor at the University of Michigan-Flint from 1994 through 1998. Both men bring a wealth of knowledge and experience to their roles as Trustees, as well as keen familiarity with our home community and our Foundation.

We also have bid farewell to three long-time employees. In January 2010, Jim Krause, who served as Director of Grants Administration and Assistant Treasurer, and Marilyn Stein LeFeber, our Vice President of Communications, retired. John Brown retired from our Information Services department in July 2010.

Jim, who concluded a 31-year career with the Foundation, was legendary for his institutional memory, especially his ability to provide detail and analysis of decades of grantmaking. He is succeeded by Mary Gailbreath, a CPA who joined our Grants Administration team in 2002 after a 16-year accounting and management career in the private sector.

Marilyn actually led our communications department twice in her career, first from 1978 to 1983 and then again from 1999 until her retirement. Her second stint occurred during a period of dramatic, fast-paced change in the communications field, and Marilyn ably led the Foundation into the new social networking era.

With her retirement, the baton was passed to Carol D. Rugg, a longtime member of the communications department, who most recently completed a 10-year assignment as a loaned executive directing the communications efforts of a research program housed at the Aspen Institute.

John began his Mott career in 1984 as an accounting assistant. But before long, the computer age was upon us and John helped the Foundation venture into new territory and embrace new technologies.

We wish Jim, Marilyn and John many long and happy years of retirement.

William S. White
President
BLINDED by PESSIONISM
or SEEING POSSIBILITIES
I have often been uplifted by individuals and organizations that take it upon themselves to ensure that disadvantaged people and communities lead a dignified life, because in reality, if they chose not to assist anyone, nobody would scream at them. But you know what? They do the most amazing things and work tirelessly and touch those lives. They become the proverbial salt that seasons food to make it tasty and fulfilling.

The Mott Foundation plays an important role in making a difference in disadvantaged people’s lives. Our world is pockmarked with the disease of gross inequality and inequity. Some have a great deal more than they need and others have a great deal less than they desperately need. And that, as all of you dear friends know, is a certain recipe for instability, for resentment by the many alienated in all kinds of ways toward those who are so conspicuously well off. Such a situation is dire and ultimately unsustainable. That is not how God intended it to be.

It saddens me that in South Africa the culture of philanthropy remains underdeveloped, not because individuals and organizations do not have the resources to assist, but maybe because they choose to focus their attention elsewhere. Philanthropy is the opposite of selfishness; it has a high purpose — it is a love of others to make their circumstances better.

Much of the philanthropy stemmed from the European Christian missionary enterprise, and it had the same ambivalence that the Christian missionary undertaking had. In many instances, the Christian missionary effort was part and parcel of the imperial expansionism of the West. Many of us would

Archbishop Emeritus Desmond Tutu is co-founder (with his wife, Leah Tutu) of the trust that bears his name. The winner of the 1984 Nobel Peace Prize was appointed by Nelson Mandela to head South Africa’s Truth and Reconciliation Commission.

**Organization:** Desmond Tutu Peace Trust

**Location:** Cape Town

**About the organization:** The trust, founded in 1998, administers and oversees the development of the Desmond Tutu Peace Centre, which works to build and leverage the legacy of Archbishop Tutu to enable peace in the world.

**Mott grants through 2009:** Four grants totaling $232,100 since 2000.

**Web site:** [www.tutu.org](http://www.tutu.org)
Philanthropy is the opposite of selfishness; it has a high purpose — it is a love of others to make their circumstances better.

not have been educated at all had it not been for the outstanding schools and colleges that the missionaries established. Many of us would not have been alive today had it not been for the hospitals and clinics that they provided.

Responsible philanthropy is to help change situations of injustice, deprivation, squalor into their glorious counterparts. It is heartening to know that despite the challenges that civic organizations face, they continue to strengthen democracy in South Africa as political parties are preoccupied with their own agendas. Civil society engagement with the state provides opportunities for greater and ongoing influence by the public in decisionmaking between elections. Non-governmental organizations and opposition parties in parliament have the ability and power to keep government controlled and publicly accountable. They remain a force for unity, civility and positive change in society.
During the fight for freedom in South Africa, the nonprofit sector was a key component of the liberation struggle. It provided a vehicle for civil society to play its part and for the international community to express its support. Along with arts and culture, a strong, vibrant, independent and well-resourced civil society is fundamental to creating a just society based on human rights for all.

When we became a democracy in 1994, there were two giant questions facing the nation. One was, “How do we meet the basic needs of the nation, such as the need for water, electricity, jobs, shelter, health care and education?” The second question was, “How do we deal with what we have done to each other?”

Our new democracy has had notable achievements in areas such as electrification and provision of clean water, but there is still a great deal to be done, and there is an increasing impatience among the poorest of the poor. We face big challenges in relation to unemployment, criminality and HIV-AIDS.

At the Institute for Healing of Memories, our contribution has been, and continues to be, in the area of providing safe and sacred spaces where people can tell their stories and find willing listeners — those who have acknowledged the past and are beginning to let go of that which is poisonous while going forward with that which is life-giving.

In our institute we like to say that “all people have a story to tell” and “every story needs a listener.” We say this to those who come to our workshops: “We promise you one step toward healing.” For some, it might be a very tiny step. But at almost every workshop I have ever attended...
attended, there are usually one or two people for whom that step is a life-changing one.

I remember one particular woman who came to our workshop. I noticed her on the first night of the workshop because of the ugliness on her face. She told a story of how her son had been killed 15 years previously. As she spoke, it was as if the terrible event had happened only a few moments previously. Her life had stood still for 15 years. She believed she owed it to her son to keep hatred alive.

I asked her what kind of life she thought her son would have wished for her. Well, in the process of the workshop, this mother began to let her son go. She let him rest without forgetting him.

On the last day of the workshop, I could have walked straight past her, because the lines in her face had literally changed. She looked radiant. She was no longer simply the relative of a victim. She had begun a journey toward being a victor. Or — as my Rwandese friend Ester, herself a widow of the genocide, told me — she had traveled the journey from being “dead-alive” to becoming “alive-alive.”

Through my work at the institute, I have learned that these types of transformations are possible. But it often takes non-governmental organizations to provide the independent space for it to happen. It is a myth that time alone will heal old wounds. To heal old wounds requires facing the past, not burying and forgetting it.

Universally, human rights groups know that if we simply tell the facts but we don’t speak about the pain and the poison connected to the memories, we cannot begin to lay a foundation of truth on which real reconciliation will happen.
NGOs must be eyes, ears and voices of the people

The World Cup took South Africa by storm! We had all our stadiums absolutely full with supporters of the various teams. We had all of our fan fests* full, and our vuvuzelas took our breath away, as millions of them were sold and blown. Except for a very few incidents of violent intolerance and unsavory behavior, South Africans once again rose with the spirit of ubuntu (local philosophy that says “a person is a person through other persons”), providing warm hospitality to all.

Over time, I have heard many success stories of people who previously were working as temporary employees in the hotel and catering industry and are now in permanent employment. I have heard of people who have been able to come out of their financial difficulties simply because of the boom resulting from the influx of people and spending during the World Cup. I have heard of people who have been able to save up to buy tools and implements they would have had to save for months to buy. And there are the thousands who have learned to live with each other as South Africans, appreciating our differences and commonality.

The World Cup has helped to dispel past prejudices and fears, with crowds now willing to travel to Soweto to watch rugby matches and patronize local shops.

Within weeks of the World Cup, the Durban July Handicap thoroughbred horse race.

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* The fan fests were enclosed areas outdoors, where those who couldn’t get into the stadiums watched the matches on large screens.
races took place. And while there was plenty of designer clothing on display at the glitzy event, it jolted me into the reality that at the end of the day there would be those who would be overjoyed with the winnings, and there would be those who would be weeping at the losses. There would be those who would see a boost in their bank balances, while there would be those with no money for the rest of the month. No doubt the former are few and the latter are many.

Is this, then, also the story of the World Cup? While the infrastructure has been created for public convenience, and while the cash flow within the country has increased, has there been a fair distribution of the wealth and development?

As with the July Handicap, the community and the non-governmental organizations (NGOs) have to pick up the pieces and struggle with the task of building on the gains that were made during the Cup and of helping those who remain on the edge. NGOs must continue to be the eyes, ears and voices of the people, while empowering citizens to articulate their needs and tap the many community resources in order to deal with the poverty and unemployment they face.

Now the challenge for civil society and the NGO community is to come to the aid of the vulnerable with renewed vigor.

There is no time to look back or to be prophets of doom. We need to use the World Cup event as a springboard to build a strong, vibrant and warm South African nation.
South Africa has discovered that soccer involves more than kicking a ball around to relieve the tedium of existence. It is played by children in every rural village, township street and squatter camp, often with soccer balls made from old rags and omnipresent pieces of plastic, tied tighter with string. It also was played for three memorable weeks, featuring the world’s top soccer teams, in 10 state-of-the-art stadiums in the country.

Because the 2010 World Cup cost billions of Rand, critics say it was a waste of money that could have been better spent on housing and education. But at the same time, the event infused a “we feeling” into the nation — getting the nation to its feet, with flags waving, vuvuzelas blowing, and the national anthem being sung with pride and enthusiasm.

Can civil society sustain gains from the games?

And when Bafana Bafana, the national team, bowed out of the competition at the end of the opening round, we adopted BaGhana BaGhana, the only African team to make it into the quarterfinals, before they were beaten. Whoever was playing in a given game, my two hitherto-uninitiated toddler grandsons, each in a Bafana Bafana shirt, ran about the house shouting, “Go, Bafana Bafana, go.” Soccer Friday, in turn, saw young and old, black and white, rich and poor, business people and workers, women and men, wearing Bafana Bafana shirts.

Sociologists tell us that the feel-good social-tissue that builds a nation is as important as the more tangible, material aspects of nation-building. In a complex, almost contradictory sense, the emotional and psychological enthusiasm associated with the soccer extravaganza already has had a tangible or
material spinoff, resulting in the development of the national infrastructure. This ranges from the development of state-of-the-art airports, roads and ports to new bus and rail transport systems — all vitally important to the long-term development of the economy. There also were no bombs or terrorist attacks as had been predicted in some overseas tabloids. Our cities were clean and the cops were polite. We proved that we can control crime without putting on the jackboots.

With the final whistle having blown on the World Cup and the lights switched off at Soccer City in Soweto, it’s back to reality. The majority of South Africans still don’t have houses, decent schools, clinics, hospitals, electricity or running water. Xenophobia, crime, corruption, HIV-AIDS and joblessness continue to ravage the poor. It’s time to apply the lesson learned from the World Cup to service delivery and poverty relief.

Social and economic change comes when those who hold the power, and the purse strings to facilitate change, are persuaded that it is in their interest to do so.

Civil society has a particular responsibility in this regard. It needs to expose the inequalities of society and to share in the protests of the poor. But more is needed. Civil society needs to empower the poor to correct what is within their power to correct and to be at the cutting edge of development, in association with the poor, government, business, faith communities and worker organizations.

The World Cup ultimately needs to be assessed on what it has left behind. Civil society, in turn, needs to be measured by what it is doing to ensure that the momentum of the cup is sustained — reminding us that “we can do it” if we put our minds to it.

And here’s the wake-up call for civil society: As we insist that the nation not be allowed to drift back into its old ways, civil society needs to find new, creative and effective ways of going about its work.

It’s time for change. Good non-governmental organizations and community-based organizations need to become great. They need to become formative, cutting-edge agents of change.

We nostalgically remember the optimism that prevailed in the country at the time of the first democratic elections in 1994 that united the country behind the leadership of Nelson Mandela. The symbolism of Mandela wearing a Springbok shirt (despised by many black South Africans) at a stadium packed with largely white spectators, when South Africa won the 1995 Rugby World Cup, with a team that had only one black player, is a distant memory.

The question is whether we will, this time around, seize the moment offered to us by the beautiful game to reach for gold in rising above the fissures of racism and classism.

Charles Villa-Vicencio, a current board member of the institute he created, previously served as the national research director for South Africa’s Truth and Reconciliation Commission.

Organization: Institute for Justice and Reconciliation

Location: Cape Town

About the organization: The institute was founded in 2000, during the country’s transition from apartheid to democracy. Today, it helps build fair, democratic and inclusive societies on the continent of Africa through carefully selected engagements and interventions.


Web site: www.ijr.org.za
When talking about South Africa after 1994, the difficulty is not only how to keep a neat story line, but also how to keep the balance between an optimistic narrative and a pessimistic one.

At the level of politics, South Africa is doing well. But at the social and economic levels, South Africa is not doing well. It is deeply divided and, as a result, the character of civil society is itself splintered. It is split by the benefits of toeing the line and the potential anguish of being on the wrong side of the system.

Society is divided by race, urban-rural disparities, knowledge levels, political party identities, as well as ethnic identities. The extent to which the administration of President Jacob Zuma will improve the situation is not very clear. The often-celebrated “unity in diversity” is superficial because the divisions are deep, damaging the social solidarity required for social cohesion.

The democratization of the political space after 1994 — as demonstrated in peaceful elections, peaceful protests and even the peaceful “political coup” that saw the transition from former President Mbeki to Mr. Zuma — has not extended to social relations and to the economic spaces. Hence the levels of violent crimes and other ills associated with an impoverished social fabric continue with minimal reductions since 1994.
South Africa requires leadership that can rise to the challenge of moral example in politics, economics and society. This is the challenge and opportunity of civil society in South Africa today.

Economic growth during the Mbeki era occurred without effecting a turnaround on the plight of the majority. The material conditions of black people, especially those in the former homelands, continue to deteriorate. An ordinary black person is still broken to the very depth of his substance. Therefore, if one applies the notion of civil society to “ordinary citizens” within and outside organized public spaces, then South Africa has a crisis of civil society.

A healthy civil society is one where ordinary communities are able to do things on their own, rather than depend on handouts from the state; where citizens can hold public officials to account because they are informed not only of their rights but also of the obligations of the state and how these should be discharged. This is the kind of civil society South Africa needs — but does not have. The ruling party’s conduct and divisive capacity for patronage have a major impact on civil society.

South Africa requires leadership that can rise to the challenge of moral example in politics, economics and society. This is the challenge and opportunity of civil society in South Africa today.

Of course there are promising initiatives by civil society to address the moral fiber of South African society. A number of community-building organizations have emerged to give support to the country’s moral regeneration movement. Government itself has started serious initiatives to deal with issues of social cohesions and nation-building.

It remains to be seen how these initiatives will lead to an improved social fabric and socioeconomic inclusivity.
It’s possible to be a realist and an optimist

It’s been 16 years since our Rainbow Nation first burst forth joyously into democracy. That first rosy flush of peace, love, understanding and wide-eyed optimism has faded slowly into a morass of cynicism and finger-pointing.

Sadly, we’re no longer the loving parents of a young democracy, ever so proud of everything our baby does. We’re now the cranky old folks who yell at neighborhood kids to get off the lawn. Not without reason, you understand. With the media parading a constant stream of stories about corruption, hate speech, crime, infighting, backbiting, bribery, striking, protests and embarrassing sports defeats, it’s hard not to slump into discontented pessimism.

This is why non-governmental organizations (NGOs) and public service organizations are ever more important. It’s why we need to play the role of mentor and cajoler, and be a mirror to reflect the need for change. We need to promote growth, spread positivity, celebrate diversity, educate, inform and strengthen our society.
The pessimists are wrong. Look all around and the evidence is there. I’ve seen hundreds of “born frees” — kids born into democracy — come to the Cape Town Holocaust Centre, positive and enthusiastic about learning and ardent social activists with a developing culture of volunteerism. I’ve seen educators who truly care about developing young minds and fighting intolerance and injustice in their communities. I’ve seen religious leaders who preach hope and tolerance and who emphasize commonalities — people of all hues and cultures coming together to learn about the past, with their eyes fixed firmly on a better future — no, a better today!

NGOs need to be the ultimate optimists — the ones bridging cultural and societal chasms, celebrating rich diversity and the value of every life. They need to remind us all that democracy takes work, dedication and — ultimately — perseverance. But it is worth it.

NGOs remind us all that it’s possible to be a realist and an optimist. It’s not an easy fight, trying to make yourself heard over the clamor of the bitter, the cynical and the afraid. But I think as long as there are those who are willing to take on the challenge, this one day will be the Rainbow Nation of our dreams.

We need to promote growth, spread positivity, celebrate diversity, educate, inform and strengthen our society.

Amanda Cooper is the exhibition coordinator at the Cape Town Holocaust Centre. She has a graduate degree in social policy and management and previously worked as a health sciences educator at the University of Cape Town.

Organization: South African Holocaust Foundation

Location: Cape Town

About the organization: Founded in August 1999, this was the first Holocaust center in Africa. It houses a permanent exhibit on the Nazi Holocaust and hosts educational programs for schools, teachers and adult groups.

Mott grants through 2009: One grant for $50,000 since 2008.

Web site: www.ctholocaust.co.za
In South Africa, few people would disagree that, historically, the roles and strategic interventions of non-governmental organizations (NGOs) have been informed, defined and shaped by the various social problems the country has faced.

During the apartheid era, with service provision not reaching the majority of the population, many NGOs played a critical role in filling the gap.

In present-day, democratic South Africa, there remains an inability on the part of government and business to address the variety of social problems facing the country. So we continue to see NGOs playing a vital role in addressing poverty, HIV-AIDS, loss or absence of income, drug abuse, violence against women and children, and a myriad of other problems.

Through my work at the Community Development Resource Association, I have witnessed the contributions NGOs have made to address various social problems. For example, NGOs have had tremendous impact in two areas: early childhood development and HIV-AIDS.

At a time when young children were not given priority, NGOs were actively involved in developing learning materials, creating income-generating projects to support and sustain informal child development centers, and training people for child development careers.

With the growing threat of the HIV-AIDS pandemic, I saw NGOs lead the charge in training volunteers and creating home-based care programs for people living with, and affected by, HIV-AIDS.

The Treatment Action Campaign (TAC) is an example of a civil society organization that has campaigned relentlessly for government policy to reflect socioeconomic and health rights.
TAC is an example of how social movements give hope to marginalized, desperate people and motivate them to keep striving for a better life.

Such organizations enable changes that lead to an increase in human security, freedom and self-determination. But the real power of organizations like TAC is they help bring to the surface people’s voices, enabling them to appreciate their power to decide their own present and future. They alert society to issues such as social justice, human rights and environmental sustainability.

Notwithstanding the vast contributions they make, we continue to question the roles and identity of NGOs in a changed context. When looking at the processes through which NGOs engage communities, as well as their ability to build creative new practices, there is no doubt there is a need to breathe new life into this important resource.

The sector needs to safeguard its sovereignty and independence. This calls for renewed activism — energy, boldness, courage and imagination to seek change in the broader society. We need to build leadership that is able to work in a context that has become more complex and uncertain — leadership that is open to learning, and capable of working with communities, government and business without compromising its values and ideals.

This requires that NGOs find a creative balance between being confrontational and cooperative in their relationship with government and business while ensuring they do not become detached from the communities in whose name they pursue certain goals.

It is only by connecting our efforts — through critical engagement and dialogue with those in government and business — that we will genuinely become a force for positive change and ensure that the deeper intentions of the NGO sector are reflected in South African society.
Driven by a commitment to justice and dignity, the Black Sash Trust, like many civil society organizations in South Africa, has sought possibilities when confronted with challenges. That flexibility is what sustains the civil society sector.

I think it’s important for organizations to retain their relevance by being willing to reshape and reinvent themselves so they can advance their values. At the heart of relevance is knowing what your value is in the world and then making sure that it gets packaged in a way that speaks to the issues of the day.

But if an organization no longer has a purpose in this world, then maybe it should shut its doors — and do that gracefully — rather than go on forever.

Experience shows me that an active civil society can be a powerful force for change. So in recognizing the limited participation of citizens in holding government accountable through institutions of democracy — and in an attempt to give a stronger voice to civil society — Black Sash has helped incubate civil society organizations over the years.
But if we don’t experiment and research new possibilities, then we close down options for civil society.

Many of these went on to develop their own voice so they could engage effectively with government. This is one way to help ensure innovation in the civil society sector.

While I’m totally in agreement that the sector needs to have good governance structures in place, sometimes we err on the side of rules and less on the side of innovation — less on the side of new thinking or experimentation. But if we don’t experiment and research new possibilities, then we close down options for civil society. And we need all the fresh ideas that are out there because we are working to ensure that the human rights promise of our constitution remains paramount in our laws, policies and state service delivery.

At Black Sash, we make it a priority to listen to individuals who deal with poverty every day. The voices of our clients inform every engagement that we have with institutions of democracy. People in power need to hear what the ongoing struggles are for those living in poverty so they can be addressed adequately. “Making human rights real” has become our call to action.

In 2009, Max Sisulu (speaker of Parliament) said at the induction for members of Parliament in the National Assembly: “We must ... ensure that the program of Parliament is designed to effectively do the oversight, monitoring and evaluation of government departments. ... And we must rededicate ourselves to the true meaning of keeping the doors of Parliament open.”

Fifty-five years ago, South African women stood in mournful silence, wearing their distinctive black sashes to protest the unjust laws being passed in Parliament.

Today, the people of Black Sash help to keep the doors of Parliament open. We are committed to ensuring that civil society has its voice heard and its human rights respected.

Marcella Naidoo is Black Sash’s national director. Her experience in grassroots organizing started more than 25 years ago when she helped establish an advice office (a community-based center providing legal and related services for the country’s poor) and went on to manage a network of advice offices in South Africa.

**Organization:** Black Sash Trust

**Location:** Cape Town

**About the organization:** Black Sash, founded in 1955, is a human rights organization that operates a national office and seven regional offices throughout South Africa. Its staff and volunteers work to promote and protect civil, political and socioeconomic rights.

**Mott grants through 2009:** 14 grants totaling $2.19 million since 1991.

**Web site:** www.blacksash.org.za
The year 2010 is an opportune time to assess the relationship between the civil society sector or non-governmental organizations (NGOs) and the South African government. This year marks the 20th anniversary of the release from prison of Nelson Mandela, the nation’s first post-apartheid president.

Four general elections later, South Africa is now celebrating its 16th year as a democracy. This also happens to be the year that South Africa hosted the soccer World Cup — a first for the continent of Africa after 80 years of the tournament’s existence.

South Africa remains a young democracy, but it soon will bid farewell to its teen years. Therefore, the time is ripe for a pause and some stocktaking. What better way to do this than to look briefly at the relationship between civil society and government?

The end of apartheid spelled a new era for NGOs and government (local, provincial and national). At one level, what essentially happened was that NGOs became government, because the new government drew heavily from the NGO pool of expertise and experience.

This is not to say that all NGOs collapsed into government and vice versa. While some NGOs did indeed close shop after 1994, many have continued to exist. But all of them had to deal with a new situation that included the installation of a democratic and legitimate government. Relations with government have had to be restructured in light of this reality.

Furthermore, funding relations between NGOs and government have changed: Both government and NGOs appeared to compete for the same overseas donor pool — a competition that was soon and easily won by government. They also competed for ideological legitimacy and authority. Put differently, who — the civil society sector or government — truly represented the needs and wishes of the people was becoming increasingly biased in favor of government. NGOs and government also competed for the...
small pool of human resources — once a competition that was easily won by government.

For these and other reasons, we now have a much weakened civil society sector when compared with its strength during the apartheid period. The fact that government stands as a potential sponsor and funder of the civil society sector further weakens the hand of the latter in relation to the former.

Yet, even if all things were equal and the country was operating in a best-case scenario, the government simply would not have the capacity to single-handedly deliver services and produce the desired outcomes in all areas needing attention.

Think of the challenges South Africa faces in education, skills shortages, HIV-AIDS, job creation, crime, violence and the development of a culture of human rights — to mention just a few. Through the years, successive apartheid governments tackled these problems racially and selectively. The democratic government has no such “luxury” — and is unable to tackle these effectively on its own. Perhaps no government can tackle them all alone. The civil society sector is needed more now than ever.

The question for South African NGOs for the past few years has been, “What kind of relationship is desirable between government and civil society if we are to reach the developmental goals promised by our democracy and constitution?”

There are many options — formal alliances between government and the civil society sector, government-initiated NGOs, and linkages between NGOs and ruling party officials that are so strong they are essentially government partnerships.

For me, the most desirable option for government/civil society sector relations is one based on mutual respect. In this scenario, neither the government nor the NGO is encumbered by the other in any way. This relationship is not a parent/teen relationship but one more like an adult/adult relationship. It leaves space both for collaboration and non-collaboration, criticism and commendation — and all in a context where service to the poor and needy is the primary guiding principle.
SPECIAL SECTION PHOTO CREDITS

page 13, Rick Smith, Rochester, Michigan
page 15, Jane Hale, Fenton, Michigan
pages 17, 18, 21, 22, 25, 26, 29, Oscar Gutierrez, Johannesburg, South Africa
Grant Activity:
$19,407,157 / 151 Grants

### Central/Eastern Europe & Russia
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### South Africa
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### Special Initiatives - International
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<td>Special Opportunities</td>
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**Totals**

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<th>Grant Activity</th>
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<td><strong>Totals</strong></td>
<td><strong>$19,407</strong></td>
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![Pie chart](#)
**Program Overview: Civil Society**

Mission: To support efforts to assist in democratic institution building, strengthen communities, promote equitable access to resources, and ensure respect of rights and diversity.

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**Central/Eastern Europe and Russia**

**Goal:** To foster societies in Central/Eastern Europe (CEE) and Russia in which people and communities respect each other’s rights and engage effectively in decisionmaking to influence policies and processes that shape their lives at the local, national and/or international levels.

**Objectives/What We Seek**

- **European Union (EU) New Member States.** Strengthened public participation in the development of communities and societies, and an adequate and responsive flow of resources to support these activities.

- **Western Balkans.** 1) Strengthened public participation in the development of communities and societies, and an adequate and responsive flow of resources to support these activities. 2) Stable and strong inter-communal relations and reduced likelihood of violent ethnic conflict.

- **Western Former Soviet Union.** 1) Strengthened public participation in the development of communities and societies, and an adequate and responsive flow of resources to support these activities. 2) Strengthened institutions and mechanisms that ensure people’s rights are respected, and that laws and policies to protect these rights are promulgated and implemented.

- **CEE/Russia Regional.** Increased capacity of CEE/Russia nonprofit organizations through international peer-to-peer learning and information exchange around issues relevant to the overall CEE/Russia program goal.

- **Rights, Responsibilities and Participation.** Effective engagement of community residents in local government decisionmaking so people’s rights — especially those of the poor, marginalized and vulnerable — are upheld and advanced through local government service delivery.

- **Race and Ethnic Relations.** A more inclusive, nonracial society in which communities are better able to address racism and transcend the divisions of the past.

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**United States**

**Goal:** To support a strong enabling environment for philanthropy and the nonprofit sector in the U.S., emphasizing accountability, effectiveness and inclusiveness.

**Objectives/What We Seek**

- **Nonprofit Sector Effectiveness and Accountability.** Access by philanthropic and other nonprofit-sector practitioners to learning opportunities, capacity-building assistance and policy advocacy that enhance their organizations’ effectiveness and accountability.

- **Racial/Ethnic Diversity in Philanthropy.** More inclusive practices within philanthropy so people of racially and ethnically diverse backgrounds increasingly impact decisionmaking and participate as leaders within the field.

- **Nonprofit Sector Research.** Timely and reliable generation and dissemination of data and research on philanthropy and the nonprofit sector for the benefit of the field.

---

**South Africa**

**Goal:** To support a vibrant, diverse and inclusive civil society in which nonprofits work to deepen democracy, increase participation in decisionmaking, advance socioeconomic and racial equality, and promote justice and reconciliation.

**Objectives/What We Seek**

- **Nonprofit Sector and Philanthropy.** An effective and well-managed nonprofit sector that is engaged with issues of poverty and inequality and that is adequately resourced through public and private funding.

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**Special Initiatives – International**

**Goal:** To respond to unique opportunities related to the development of civil society internationally.

**Objectives/What We Seek**

- **Nonprofit Sector and Philanthropy.** A vibrant and independent nonprofit and philanthropic sector in select countries and internationally.
### Central/Eastern Europe and Russia

#### EU New Member States

- **Academy for the Development of Philanthropy in Poland**
  - Warsaw, Poland
  - $600,000
  - Endowment for sustainable future
- **Association of Slovak Community Foundations**
  - Bratislava, Slovakia
  - $75,000 – 36 mos.
  - Institutional development
- **Federation of Polish Community Foundations**
  - Nidzica, Poland
  - $80,000 – 24 mos.
  - Institutional development
- **National Alliance for Volunteer Action**
  - Plovdiv, Bulgaria
  - $100,000 – 24 mos.
  - Rebirth of volunteerism in Bulgaria
- **National Association of Citizens Advice Bureaux**
  - Bucharest, Romania
  - $100,000 – 24 mos.
  - General purposes
- **PACT - Partnership for Community Action and Transformation Foundation**
  - Bucharest, Romania
  - $120,000 – 24 mos.
  - General purposes
- **Pro Vobis Volunteer Center**
  - Cluj-Napoca, Romania
  - $80,000 – 24 mos.
  - General purposes
- **Project Fórum**
  - Bratislava, Slovakia
  - $13,000 – 12 mos.
  - Central European forum
- **Romanian Environmental Partnership Foundation**
  - Miercurea Ciuc, Romania
  - $200,000 – 24 mos.
  - General purposes
- **United Way Romania**
  - Bucharest, Romania
  - $120,000 – 24 mos.
  - General purposes
- **VIA Foundation**
  - Prague, Czech Republic
  - $600,000 – 36 mos.
  - Development of multifunctional social center
- **Workshop for Civic Initiatives Foundation**
  - Sofia, Bulgaria
  - $300,000 – 24 mos.
  - Community foundation development fund
- **Workshop for Civic Initiatives Foundation - Balkan Community Initiatives Fund - Kosovo**
  - Pristina, Kosovo
  - $35,000 – 24 mos.
  - General purposes
- **Workshop for Civic Initiatives Foundation - Slovakia**
  - Bratislava, Slovakia
  - $75,000 – 36 mos.
  - General purposes

#### Balkan Balkans

- **Balkan Community Initiatives Fund - Serbia**
  - Belgrade, Serbia
  - $180,000 – 24 mos.
  - General purposes
- **Belgrade Fund for Political Excellence**
  - Belgrade, Serbia
  - $150,000 – 24 mos.
  - General purposes
- **Center for Civic Cooperation**
  - Livno, Bosnia and Herzegovina
  - $51,000 – 24 mos.
  - Increasing citizen participation in community life through media
- **Center for Regionalism**
  - Novi Sad, Serbia
  - $50,000 – 24 mos.
  - General purposes
- **Centre for Peace, Nonviolence and Human Rights Osijek**
  - Osijek, Croatia
  - $60,000 – 24 mos.
  - General purposes
- **Community Foundation Slamalica**
  - Osijek, Croatia
  - $50,000 – 24 mos.
  - General purposes
- **Documenta**
  - Zagreb, Croatia
  - $140,000 – 24 mos.
  - General purposes
- **Foundation for Democratic Initiatives**
  - Pristina, Kosovo
  - $125,000 – 24 mos.
  - Administrative support
- **Helsinki Committee for Human Rights**
  - Belgrade, Serbia
  - $70,000 – 24 mos.
  - Humanitarian NGO partnership capacity building
- **Humanitarian Law Center**
  - Belgrade, Serbia
  - $140,000 – 24 mos.
  - General purposes
- **Incredibly Good Institution - FADE IN**
  - Zagreb, Croatia
  - $40,000 – 24 mos.
  - Promoting civil society in Croatian media
- **International Commission on Missing Persons**
  - Sarajevo, Bosnia and Herzegovina
  - $75,000 – 18 mos.
  - Capacity building for associations of families of missing persons
- **MozaiK Community Development Foundation**
  - Sarajevo, Bosnia and Herzegovina
  - $180,000 – 24 mos.
  - General purposes

#### Western Former Soviet Union

- **Andrei Sakharov Foundation**
  - Moscow, Russia
  - $135,000 – 24 mos.
  - Development of institutional and programmatic development support
- **Center for Philanthropy**
  - Kyiv, Ukraine
  - $100,000 – 24 mos.
  - Developing private giving in Ukraine
- **Center for Strategic & International Studies**
  - Washington, DC
  - $30,000 – 4 mos.
  - Civil society summit
- **Center for the Support of Democratic Youth Initiatives**
  - Perm, Russia
  - $120,000 – 24 mos.
  - Volunteerism development in Privolzhsky federal district
- **Charities Aid Foundation**
  - Kent, England
  - $400,000 – 24 mos.
  - Community foundation development in Russia
- **Civic Network OPORA**
  - Kyiv, Ukraine
  - $100,000 – 24 mos.
  - General purposes
- **Ednania**
  - Kyiv, Ukraine
  - $250,000 – 24 mos.
  - Community foundation school
- **Environment-People-Law**
  - Lviv, Ukraine
  - $60,000 – 24 mos.
  - General purposes

### Subtotals

- **Central/Eastern Europe and Russia**
  - $2,406,000
- **Balkan Balkans**
  - $1,771,000
- **Western Former Soviet Union**
  - $1,281,000

**Total Subtotal**: $5,458,000
Fulcrum Foundation
Warsaw, Poland
$100,000 – 24 mos.
General purposes

InEca - consulting
Novokuznetsk, Russia
$100,000 – 24 mos.
Dissemination of public participation procedures by involvement of youth in community life

Information Agency MEMO.RU
Moscow, Russia
$200,000 – 24 mos.
Development of human capital through social marketing

ISAR
Washington, DC
$150,000 – 24 mos.
Development of Belarusian NGO capacity in environmental protection

New Eurasia Foundation
Moscow, Russia
$600,000 – 24 mos.
Mainstreaming civic and community engagement into social development

Open Society Foundation - Ukraine
Kyiv, Ukraine
$100,000 – 24 mos.
General purposes

Pacific Environment
San Francisco, CA
$900,000 – 24 mos.
Stimulating civil society to protect environment in Russian Far East and Siberia

Polish Ukrainian Cooperation Foundation “PAUCI”
Kyiv, Ukraine
$100,000 – 24 mos.
General purposes

Regional Development Agency “Donbass”
Donetsk, Ukraine
$60,000 – 24 mos.
Citizen engagement in Lugans and Donetsk regions

Russia Donors Forum
Moscow, Russia
$120,000 – 24 mos.
General purposes

Saint-Petersburg NGO Development Centre
St. Petersburg, Russia
$300,000 – 24 mos.
General purposes

Ukrainian Philanthropists Forum
Kyiv, Ukraine
$75,000 – 24 mos.
Institutional development

Working Community of Associations of Social Organizations
Warszawa, Poland
$200,000 – 24 mos.
Belarusian social information bureaus

Subtotal: $3,470,000

CEE/Russia Regional

CEE Bankwatch Network
Prague, Czech Republic
$200,000 – 24 mos.
General purposes

Center for Community Change
Washington, DC
$250,000 – 24 mos.
Organizing training in Central/Eastern Europe

Foundation-Administered Project
$27,935
Community education development assistance in Central/Eastern Europe and former Soviet Union

German Marshall Fund of the United States
Washington, DC
$100,000 – 120 mos.
Black Sea Trust for Regional Cooperation

Global Network Foundation
Atlanta, GA
$5,000,000 – 24 mos.
Central Eurasia Leadership Academy

National Society of Conservationists
Budapest, Hungary
$184,000 – 24 mos.
Partnership for sustainable development in Central Europe

Ukrainian Step by Step Foundation
Kyiv, Ukraine
$175,000 – 24 mos.
Community schools quality partnership

Subtotal: $1,709,935

Program Area Total: $10,028,935

South Africa

Nonprofit Sector and Philanthropy

Charities Aid Foundation-Southern Africa
Johannesburg, South Africa
$120,000 – 24 mos.
General purposes

City Year South Africa
Johannesburg, South Africa
$100,000 – 24 mos.
General purposes

Community Chest of the Western Cape
Cape Town, South Africa
$60,000 – 24 mos.
Capacity building

Community Development Resource Association
Cape Town, South Africa
$100,000 – 24 mos.
General purposes

DOCKDA Rural Development Agency
Cape Town, South Africa
$80,000 – 24 mos.
General purposes

Foundation for Human Rights
Johannesburg, South Africa
$120,000 – 24 mos.
General purposes

GreaterGood South Africa
Cape Town, South Africa
$80,000 – 24 mos.
General purposes

Harold Wolpe Memorial Trust
Cape Town, South Africa
$50,000 – 24 mos.
General purposes

Legal Resources Trust
Johannesburg, South Africa
$80,000 – 24 mos.
Legal support services for nonprofit organizations

Nelson Mandela Metropolitan University
Port Elizabeth, South Africa
$80,000 – 24 mos.
Community development capacity building for Eastern Cape

Pitseng Trust
Braamfontein, South Africa
$50,000 – 24 mos.
General purposes

South African Institute for Advancement
Cape Town, South Africa
$120,000 – 24 mos.
General purposes

Synergos Institute (Southern Africa)
Cape Town, South Africa
$50,000 – 24 mos.
General purposes

Uthungulu Community Foundation
Richards Bay, South Africa
$80,000 – 24 mos.
General purposes

Women’s Hope, Education and Training (WHEAT) Trust
Cape Town, South Africa
$80,000 – 24 mos.
General purposes

Women’sNet
Johannesburg, South Africa
$80,000 – 24 mos.
General purposes

Subtotal: $1,660,000

Nonprofit Sector and Philanthropy

Rights, Responsibilities and Participation

Afesis-corplan
East London, South Africa
$80,000 – 24 mos.
Local government transformation project

Association of University Legal Aid Institutions Trust
Potchefstroom, South Africa
$200,000 – 24 mos.
Advise office support project

Subtotal: $3,470,000

Total: $3,470,000
Black Sash Trust  
Cape Town, South Africa  
$20,000 – 36 mos.  
National alliance for development of community advice offices  

Centre for Rural Legal Studies  
Stellenbosch, South Africa  
$80,000 – 24 mos.  
Practical legal skills training and support for paralegals  

Democracy Development Programme  
Durban, South Africa  
$100,000 – 24 mos.  
Training of local government councillors and communities in KwaZulu-Natal  

Education and Training Unit  
Johannesburg, South Africa  
$100,000 – 24 mos.  
Building effective local government and community interface  

Electoral Institute of South Africa  
Johannesburg, South Africa  
$80,000 – 18 mos.  
Strengthening democracy at local level  

Foundation for Contemporary Research  
Cape Town, South Africa  
-$50,000  
Adjustment to previous grant  

Impumelelo Innovations Award Trust  
Cape Town, South Africa  
$80,000 – 24 mos.  
Research, Training and Case Studies Programme  

Karoo Centre for Human Rights  
Beaufort West, South Africa  
$10,000 – 24 mos.  
General purposes  

Participative Development Initiative  
Durban, South Africa  
$80,000 – 24 mos.  
General purposes  

Planact  
Braamfontein, South Africa  
$80,000 – 24 mos.  
Participatory local governance program  

Project for Conflict Resolution and Development  
Port Elizabeth, South Africa  
$100,000 – 24 mos.  
Community transformation and capacity-building program  

University of Fort Hare  
Alice, South Africa  
$75,000 – 24 mos.  
UNESCO Oliver Tambo Chair of Human Rights  

University of the Western Cape  
Cape Town, South Africa  
$100,000 – 24 mos.  
Community law center local government project  

Subtotal: $1,135,000  
Rights, Responsibilities and Participation  

Race and Ethnic Relations  
Africa Genome Education Institute  
Claremont, South Africa  
$25,000 – 25 mos.  
Understanding race and skin color  

Centre for the Study of Violence and Reconciliation  
Johannesburg, South Africa  
$100,000 – 24 mos.  
Race, violence and citizenship  

Craddock Masizime Community Development Centre  
Craddock, South Africa  
$50,000 – 14 mos.  
Community healing and development program  

District Six Museum Foundation  
Cape Town, South Africa  
$100,000 – 24 mos.  
General purposes  

South End Museum Trust  
Port Elizabeth, South Africa  
$80,000 – 24 mos.  
General purposes  

Um tapo Centre  
Durban, South Africa  
$100,000 – 24 mos.  
General purposes  

Special Opportunities  
Nelson Mandela Children’s Fund  
Johannesburg, South Africa  
$100,000 – 11 mos.  
Structural phase of children’s hospital  

Subtotal: $100,000  
Special Opportunities  

Program Area Total: $3,350,000  
South Africa  

United States  
Nonprofit Sector Effectiveness and Accountability  
Alliance for Nonprofit Management  
Washington, DC  
$25,000 – 12 mos.  
General purposes  

BoardSource  
Washington, DC  
$90,000 – 24 mos.  
General purposes  

Center for Effective Philanthropy  
Cambridge, MA  
$200,000 – 24 mos.  
General purposes  

CF Leads  
Kansas City, MO  
$43,000 – 12 mos.  
General purposes  

Council of Michigan Foundations  
Grand Haven, MI  
$200,600 – 24 mos.  
General purposes  

Subtotal: $2,124,434  
Nonprofit Sector Effectiveness and Accountability  

Racial and Ethnic Diversity in Philanthropy  
Arab Community Center for Economic and Social Services  
Dearborn, MI  
$50,000 – 12 mos.  
Collaborative for Arab-American philanthropy  

$37,737 – 12 mos.  
Technical assistance on collaboration for Arab-American philanthropy  

Aspen Institute  
Washington, DC  
$45,000 – 12 mos.  
Project on race and community revitalization  

Association of Black Foundation Executives  
New York, NY  
$100,000 – 24 mos.  
General purposes  

Council of Michigan Foundations  
Grand Haven, MI  
$150,000 – 12 mos.  
Transforming philanthropy through diversity and inclusion  

Foundation Center  
New York, NY  
$100,000 – 15 mos.  
Diversity in philanthropy research metrics
Hispanics in Philanthropy  
*San Francisco, CA*  
$25,000 – 9 mos.  
25th anniversary capacity-building campaign  

Philanthropy New York  
*New York, NY*  
$85,000 – 25 mos.  
Diversity in philanthropy project  

Southern Education Foundation  
*Atlanta, GA*  
$140,000 – 24 mos.  
Summer youth leadership initiative  

Tides Center  
*San Francisco, CA*  
$150,000 – 12 mos.  
Philanthropic initiative for racial equity  

Racial and Ethnic Diversity in Philanthropy  
*San Francisco, CA*  
$120,000 – 24 mos.  
Nonprofit public information project  

Foundation Center  
*New York, NY*  
$250,000 – 24 mos.  
Foundation finances project  

GuideStar  
*Williamsburg, VA*  
$19,680 – 36 mos.  
General purposes  

Indiana University  
*Indianapolis, IN*  
$100,000 – 36 mos.  
Center on Philanthropy panel study  

National Center on Philanthropy and the Law  
*New York, NY*  
$100,000 – 24 mos.  
General purposes  

Subtotal:  
$882,737  

**Nonprofit Sector Research**  

Aspen Institute  
*Washington, DC*  
$120,000 – 24 mos.  
Nonprofit public information project  

Foundation Center  
*New York, NY*  
$250,000 – 24 mos.  
Foundation finances project  

GuideStar  
*Williamsburg, VA*  
$19,680 – 36 mos.  
General purposes  

Indiana University  
*Indianapolis, IN*  
$100,000 – 36 mos.  
Center on Philanthropy panel study  

National Center on Philanthropy and the Law  
*New York, NY*  
$100,000 – 24 mos.  
General purposes  

Subtotal:  
$89,680  

**Special Opportunities**  

Michigan Nonprofit Association  
*Lansing, MI*  
$50,000 – 13 mos.  
Michigan participation project: 2010 Census  

State of Michigan  
*Lansing, MI*  
$114,085 – 12 mos.  
Office of foundation liaison  

Subtotal:  
$164,085  

**Civil Society**  

Research Foundation of the  
City University of New York  
*New York, NY*  
$63,250 – 36 mos.  
International community foundation fellows program  

World Affairs Council of Northern California  
*San Francisco, CA*  
$25,000 – 12 mos.  
Global philanthropy forum  

Subtotal:  
$1,667,286  

**Special Initiatives - International**  

**Nonprofit Sector and Philanthropy**  

Alliance Publishing Trust  
*London, England*  
$100,000 – 24 mos.  
General purposes  

Asia Pacific Philanthropy Consortium  
*Quezon City, Philippines*  
$380,000 – 19 mos.  
Worldwide initiatives for grantmaker support  

Charities Aid Foundation  
*Kent, England*  
$15,000 – 17 mos.  
New philanthropists: development of giving  

CIVICUS: World Alliance for Citizen Participation  
*Brussels, Belgium*  
$100,000 – 12 mos.  
General purposes  

Community Foundation Network  
*London, England*  
$23,620 – 24 mos.  
General purposes  

Community Foundations of Canada  
*Ottawa, Canada*  
$80,000 – 24 mos.  
General purposes  

European Foundation Centre  
*Brussels, Belgium*  
$100,000 – 12 mos.  
General purposes  

Foundation-Administered Projects  
$6,256  
Dorothy Reynolds monograph series  
$69,160  
Mexico community foundation study  

Johns Hopkins University  
*Baltimore, MD*  
$75,000 – 24 mos.  
International society for third-sector research  

Network of European Foundations for Innovative Cooperation  
*Brussels, Belgium*  
$260,000 – 12 mos.  
General purposes  

Subtotal:  
$1,172,851  

**Research Foundation of the  
City University of New York**  
*New York, NY*  
$150,000 – 12 mos.  
Citizens’ Europe program  

**Partners for Democratic Change**  
*Washington, DC*  
$25,000 – 8 mos.  
Lessons for tomorrow workshops and conference  

Subtotal:  
$600,000  

**Nonprofit Sector Total:**  
$4,002,936  

**Program Area Total:**  
$2,267,286  

**Program Total:**  
$19,407,157
### Environment

**Grant Activity:**

$10,209,176 / 72 Grants

<table>
<thead>
<tr>
<th>III CONSERVATION OF FRESHWATER ECOSYSTEMS</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Strengthening the Environmental Community</td>
<td>$1.670</td>
<td>12</td>
</tr>
<tr>
<td>Public Policies</td>
<td>$1.555</td>
<td>15</td>
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<tr>
<td>Site-Based Conservation</td>
<td>$0.125</td>
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</table>

<table>
<thead>
<tr>
<th>III INTERNATIONAL FINANCE FOR SUSTAINABILITY</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
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<tbody>
<tr>
<td>Infrastructure and Energy for a Sustainable Future</td>
<td>$4.155</td>
<td>23</td>
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<tr>
<td>Sustainable Regional Development and Integration</td>
<td>$1.680</td>
<td>9</td>
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<tr>
<td>Special Opportunities</td>
<td>$0.244</td>
<td>2</td>
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</table>

<table>
<thead>
<tr>
<th>III SPECIAL INITIATIVES</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Growth Management and Urban Revitalization in Michigan</td>
<td>$0.680</td>
<td>9</td>
</tr>
<tr>
<td>Special Opportunities</td>
<td>$0.100</td>
<td>1</td>
</tr>
</tbody>
</table>

**Totals**

<table>
<thead>
<tr>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>$10.209</td>
<td>72</td>
</tr>
</tbody>
</table>

- $6.079 34 Grants
- $3.350 28 Grants
- $0.780 10 Grants

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2009 Annual Report
Program Overview: Environment

Mission: To support the efforts of an engaged citizenry working to create accountable and responsive institutions, sound public policies, and appropriate models of development that protect the diversity and integrity of selected ecosystems in North America and around the world.

Conservation of Freshwater Ecosystems

Goal: To advance the conservation and restoration of freshwater ecosystems in North America, with emphasis on the Great Lakes and, to a lesser extent, southeastern U.S.

Objectives/What We Seek
- Strengthening the Environmental Community. A strong, effective and sustainable non-governmental organization (NGO) community dedicated to the long-term conservation of freshwater ecosystems.
- Public Policies. Well-designed and effectively implemented water-quality and water-quantity policies that advance the conservation of freshwater ecosystems.
- Site-Based Conservation. Selected freshwater ecosystems protected and restored through place-based conservation activities.

International Finance for Sustainability

Goal: To shape international investment and trade to support sustainable development and reduce environmental degradation.

Objectives/What We Seek
- Infrastructure and Energy for a Sustainable Future. Infrastructure and energy investments that contribute to environmental sustainability and offer local economic opportunity.
- Sustainable Regional Development and Integration. Regional trade and investment strategies that contribute to local sustainable development, with an initial emphasis on South America.
- Special Opportunities. Unique opportunities to advance sustainable development goals and promote capacity building for NGOs.

Special Initiatives

Goal: To respond to unique opportunities to advance environmental protection in the U.S. and internationally.

Objectives/What We Seek
- Growth Management and Urban Revitalization in Michigan. Informed, committed and effective leaders and organizations at the local, regional and state levels that work for policies and programs to curb sprawl, promote urban reinvestment and improve community quality.
- Special Opportunities. Support efforts that offer a one-time opportunity to contribute to the resolution of a significant domestic, international or global concern.
## Conservation of Freshwater Ecosystems

### Strengthening the Environmental Community

<table>
<thead>
<tr>
<th>Coalition</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Coalition to Restore Coastal Louisiana</td>
<td>Baton Rouge, LA</td>
<td>$100,000 – 18 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Environmental Support Center</td>
<td>Washington, DC</td>
<td>$150,000 – 12 mos.</td>
<td>Strengthening capacity of freshwater groups in Southeast and Great Lakes</td>
<td></td>
</tr>
<tr>
<td>Freshwater Future</td>
<td>Petoskey, MI</td>
<td>$40,000 – 24 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Georgia River Network</td>
<td>Athens, GA</td>
<td>$80,000 – 19 mos.</td>
<td>General purposes</td>
<td></td>
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<tr>
<td>Gulf Restoration Network</td>
<td>New Orleans, LA</td>
<td>$100,000 – 19 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Heart of the Lakes Center for Land Conservation Policy</td>
<td>Grand Ledge, MI</td>
<td>$30,000 – 24 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Institute for Conservation Leadership</td>
<td>Takoma Park, MD</td>
<td>$300,000 – 24 mos.</td>
<td>Freshwater leadership initiative</td>
<td></td>
</tr>
<tr>
<td>Keweenaw Land Trust</td>
<td>Hancock, MI</td>
<td>$30,000 – 24 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Land Trust Alliance</td>
<td>Washington, DC</td>
<td>$500,000 – 24 mos.</td>
<td>Southeast and Great Lakes land trust capacity-building program</td>
<td></td>
</tr>
<tr>
<td>Tennessee Clean Water Network</td>
<td>Knoxville, TN</td>
<td>$65,000 – 18 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>University of Michigan-Flint</td>
<td>Flint, MI</td>
<td>$85,000 – 24 mos.</td>
<td>Flint River Corridor alliance administrative management</td>
<td></td>
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</tbody>
</table>

**Subtotal:** $1,670,000

### Public Policies

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>American Rivers</td>
<td>Washington, DC</td>
<td>$350,000 – 24 mos.</td>
<td>Running rivers campaign</td>
<td></td>
</tr>
<tr>
<td>Clean Wisconsin</td>
<td>Madison, WI</td>
<td>$30,000 – 30 mos.</td>
<td>Managing water resources for today and tomorrow</td>
<td></td>
</tr>
<tr>
<td>Ecotrust Canada</td>
<td>Vancouver, Canada</td>
<td>$85,000 – 14 mos.</td>
<td>Great Lakes water protection program</td>
<td></td>
</tr>
<tr>
<td>Environmental Defence</td>
<td>Toronto, Canada</td>
<td>$5,000 – 24 mos.</td>
<td>Protecting Great Lakes</td>
<td></td>
</tr>
<tr>
<td>Georgia Wildlife Federation</td>
<td>Covington, GA</td>
<td>$40,000 – 18 mos.</td>
<td>Georgia comprehensive statewide water management</td>
<td></td>
</tr>
<tr>
<td>Michigan Environmental Council</td>
<td>Lansing, MI</td>
<td>$150,000 – 21 mos.</td>
<td>Making Michigan the Great Lakes Compact leader</td>
<td></td>
</tr>
<tr>
<td>Midwest Environmental Advocates</td>
<td>Madison, WI</td>
<td>$20,000 – 16 mos.</td>
<td>Water quality protection and conservation project</td>
<td></td>
</tr>
<tr>
<td>Minnesota Environmental Partnership</td>
<td>St. Paul, MN</td>
<td>$100,000 – 12 mos.</td>
<td>Minnesota Great Lakes Agenda</td>
<td></td>
</tr>
<tr>
<td>National Wildlife Federation</td>
<td>Reston, VA</td>
<td>$50,000 – 24 mos.</td>
<td>Great Lakes water quality project</td>
<td></td>
</tr>
<tr>
<td>Natural Heritage Institute</td>
<td>San Francisco, CA</td>
<td>$75,000 – 24 mos.</td>
<td>Program to establish and enforce performance standards for hydropower dams</td>
<td></td>
</tr>
<tr>
<td>River Network</td>
<td>Portland, OR</td>
<td>$100,000 – 18 mos.</td>
<td>Water quality project</td>
<td></td>
</tr>
<tr>
<td>Southern Environmental Law Center</td>
<td>Charlottesville, VA</td>
<td>$200,000 – 24 mos.</td>
<td>Southern Water Management Project</td>
<td></td>
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<tr>
<td>Upper Chattahoochee Riverkeeper</td>
<td>Atlanta, GA</td>
<td>$40,000 – 29 mos.</td>
<td>Georgia Water Policy Project</td>
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</table>

**Subtotal:** $1,555,000

### Site-Based Conservation

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Description</th>
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<tbody>
<tr>
<td>Bank Information Center</td>
<td>Washington, DC</td>
<td>$370,000 – 24 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>Both Ends Foundation</td>
<td>Amsterdam, Netherlands</td>
<td>$275,000 – 24 mos.</td>
<td>Multilateral financial institutions program</td>
<td></td>
</tr>
<tr>
<td>Center for International Environmental Law</td>
<td>Washington, DC</td>
<td>$300,000 – 24 mos.</td>
<td>Ensuring international financial flows support sustainable development</td>
<td></td>
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<tr>
<td>Environmental Law Alliance Worldwide</td>
<td>Eugene, OR</td>
<td>$280,000 – 24 mos.</td>
<td>General purposes</td>
<td></td>
</tr>
<tr>
<td>FERN</td>
<td>Moreton-in-Marsh, England</td>
<td>$260,000 – 24 mos.</td>
<td>EU Campaign to reform export credit agencies and international financial flows</td>
<td></td>
</tr>
<tr>
<td>Friends of the Earth</td>
<td>Washington, DC</td>
<td>$340,000 – 24 mos.</td>
<td>Advancing sustainability in development finance</td>
<td></td>
</tr>
<tr>
<td>Friends of the Earth - Japan</td>
<td>Tokyo, Japan</td>
<td>$200,000 – 24 mos.</td>
<td>Export credit agency reform campaign in Japan</td>
<td></td>
</tr>
<tr>
<td>Friends of the Earth International</td>
<td>Amsterdam, Netherlands</td>
<td>$200,000 – 24 mos.</td>
<td>Toward just regime for climate change finance</td>
<td></td>
</tr>
</tbody>
</table>

**Subtotal:** $3,350,000

### International Finance for Sustainability

### Infrastructure and Energy for a Sustainable Future

<table>
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<td>$200,000 – 24 mos.</td>
<td>Toward just regime for climate change finance</td>
<td></td>
</tr>
</tbody>
</table>

**Subtotal:** $3,350,000
Institute for Policy Studies
Washington, DC
$200,000 – 24 mos.
Building new economy that addresses climate and global finance

International Rivers
Berkeley, CA
$300,000 – 24 mos.
General purposes

Japan Center for a Sustainable Environment and Society
Tokyo, Japan
$125,000 – 24 mos.
Reform of multilateral development banks and Japanese export credit agency/overseas development assistance

Mani Tese
Milan, Italy
$75,000 – 24 mos.
Mainstreaming environmental sustainability in global financial flows

Mekong Watch
Tokyo, Japan
$245,000 – 24 mos.
Advocacy for accountability and transparency of international financial institutions in Asia

NGO Forum on ADB
Quezon City, Philippines
$120,000 – 24 mos.
General purposes

Pacific Environment
San Francisco, CA
$250,000 – 24 mos.
Responsible finance campaign

Tides Canada Initiatives
Vancouver, Canada
$225,000 – 24 mos.
Halifax Initiative

Urgewald
Sassenberg, Germany
$100,000 – 24 mos.
General purposes

World Resources Institute
Washington, DC
$360,000 – 24 mos.
International financial flows and environment

Subtotal: $4,155,000
Infrastructure and Energy for a Sustainable Future

Sustainable Regional Development and Integration

Center for International Policy
Washington, DC
$75,000 – 12 mos.
Americas Program

Ecoa - Ecology and Action
Campo Grande, Brazil
$100,000 – 24 mos.
Monitoring environmental impacts of financial flows for infrastructure and energy in South America

Friends of the Earth - Amazon Program
São Paulo, Brazil
$145,000 – 24 mos.
Advocacy for accountability and transparency of international financial institutions in Asia

Global Greengrants Fund
Boulder, CO
$350,000 – 24 mos.
South America small grants program

INESC
Brasilia, Brazil
$280,000 – 39 mos.
Finance for sustainable development in South America

Oxfam America
Boston, MA
$30,000 – 36 mos.
Hydrocarbons program

Sobrevivencia
Asuncion, Paraguay
$150,000 – 24 mos.
Building capacity and alliances for international financial institutions monitoring

Uruguayan Study Center of Appropriate Technologies
Montevideo, Uruguay
$260,000 – 24 mos.
Impacts of new trade regime on environmental and sustainability options in Latin America

Subtotal: $1,680,000
Sustainable Regional Development and Integration

Special Opportunities

Foundation-Administered Project
$29,176
International finance for sustainability convenings

Institute for Agriculture and Trade Policy
Minneapolis, MN
$15,000 – 6 mos.
Regulating carbon markets

Third World Network Berhad
Penang, Malaysia
$200,000 – 24 mos.
Capacity building in south on climate change and sustainable development

Subtotal: $244,176
Special Opportunities

Program Area Total: $6,079,176
International Finance for Sustainability

Special Initiatives

Growth Management and Urban Revitalization in Michigan

Brookings Institution
Washington, DC
$30,000 – 12 mos.
Great Lakes urban exchange

Community Media Workshop
Chicago, IL
$40,000 – 12 mos.
Michigan communications project

MI*Voice
Detroit, MI
$50,000 – 12 mos.
Constituency building and outreach on land use and equitable development

Michigan Environmental Council
Lansing, MI
$100,000 – 24 mos.
Moving Michigan toward world-class transportation system

Michigan Land Use Institute
Traverse City, MI
$200,000 – 24 mos.
Getting ahead of sprawl

Michigan Suburbs Alliance
Ferndale, MI
$50,000 – 33 mos.
General purposes

Rotary Charities of Traverse City
Traverse City, MI
$50,000 – 12 mos.
Grand vision collaborative efforts

Smart Growth America
Washington, DC
$100,000 – 24 mos.
Transportation for America: Making the Michigan Connection

University of Michigan
Ann Arbor, MI
$60,000 – 12 mos.
SMART program

Subtotal: $680,000
Growth Management and Urban Revitalization in Michigan

Special Opportunities

Council of Michigan Foundations
Grand Haven, MI
$100,000 – 11 mos.
Michigan’s advanced energy economy initiative

Subtotal: $100,000
Special Opportunities

Program Area Total: $780,000
Special Initiatives

Program Total: $10,209,176
Environment
Grant Activity:
$42,944,676 / 82 Grants

<table>
<thead>
<tr>
<th>III ARTS, CULTURE AND EDUCATION</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Arts and Culture</td>
<td>$ 7.732</td>
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<tr>
<td>Education</td>
<td>$ 5.228</td>
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<table>
<thead>
<tr>
<th>III COMMUNITY REVITALIZATION &amp; ECONOMIC DEVELOPMENT</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
</tr>
</thead>
<tbody>
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<table>
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<tr>
<th>III SPECIAL INITIATIVES</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
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<tbody>
<tr>
<td>Philanthropy/Nonprofit Sector</td>
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<tr>
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<tr>
<td>Special Opportunities</td>
<td>$ 0.726</td>
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</table>

| Totals                                           | $ 42.945                    | 82                |
**Program Overview: Flint Area**

Mission: To foster a well-functioning, connected community that is capable of meeting the economic, social and racial challenges ahead.

---

**Arts, Culture and Education**

**Goal:** To support education, arts and cultural institutions as critical forces for positive change and key determinants of the community’s quality of life and economic well-being.

**Objectives/What We Seek**

- **Arts and Culture.** Strong and vibrant local cultural organizations that provide diverse arts and cultural opportunities to all residents of Genesee County.
- **Education.** A continuum of high-quality learning opportunities that meet the needs of Flint area children, youth and adults from pre-kindergarten through college.

**Community Revitalization and Economic Development**

**Goal:** To support efforts that improve local governance, regional cooperation, community participation and the Flint area’s economic vitality.

**Objectives/What We Seek**

- **Housing and Neighborhoods.** Affordable housing and livable neighborhoods, with an emphasis on the city of Flint.
- **Workforce Development.** Quality employment opportunities for Flint-area residents who face multiple barriers to good jobs in the regional labor market.
- **Economic Development.** A vibrant and diverse regional economy.

---

**Special Initiatives**

**Goal:** To respond to critical opportunities and/or issues that have the potential to improve significantly the quality of life in the Flint area.

**Objectives/What We Seek**

- **Philanthropy/Nonprofit Sector.** A strong local nonprofit sector capable of meeting community needs.
- **Race Relations.** A community with capacity to address issues of race and ethnicity honestly and productively.
- **Children and Families.** Healthy and productive lives for Genesee County children and families.
- **Special Opportunities.** Flexibility to respond to critical needs, seize special opportunities, leverage other resources and incubate new program areas in the Flint community.
### Arts, Culture and Education

#### Arts and Culture
- **Buckham Fine Arts Project**
  - Flint, MI
  - $30,000 – 12 mos.
  - General purposes
- **Community Foundation of Greater Flint**
  - Flint, MI
  - $2,626,390
  - Endowment funds
- **Flint Area Convention & Visitors Bureau**
  - Flint, MI
  - $17,000 – 10 mos.
  - Back to the Bricks/Bikes on the Bricks
- **Flint Cultural Center Corporation**
  - Flint, MI
  - $1,568,130 – 12 mos.
  - Operating support
- **Flint Institute of Arts**
  - Flint, MI
  - $167,215 – 6 mos.
  - "Masterpieces of European Painting" exhibit
  - $1,200,000 – 12 mos.
  - Operating support
- **Flint Institute of Music**
  - Flint, MI
  - $50,000 – 17 mos.
  - Music in the Parks
  - $850,000 – 12 mos.
  - Metal Muscle FIRST Robotic Team
  - $2,000,000 – 12 mos.
  - Strategic initiatives
- **Mott Community College**
  - Flint, MI
  - $150,000 – 12 mos.
  - Smart Teachers As Role models (STAR) initiative
- **University of Michigan - Flint**
  - Flint, MI
  - $225,000
  - Adjustment to previous grant

#### Education
- **EdGuide**
  - Lansing, MI
  - $117,985 – 12 mos.
  - Gear up Michigan project
- **Flint Community Schools**
  - Flint, MI
  - $17,500 – 12 mos.
  - Church-school partnership
  - $5,491 – 3 mos.
  - Summer Tot Lot program
- **Kettering University**
  - Flint, MI
  - $50,000 – 10 mos.
  - Metal Muscle FIRST Robotic Team
  - $2,000,000 – 12 mos.
  - Strategic initiatives
- **Mott Community College**
  - Flint, MI
  - $150,000 – 12 mos.
  - Smart Teachers As Role models (STAR) initiative
- **United Way of Genesee County**
  - Flint, MI
  - $17,100
  - Adjustment to previous grant
- **University of Michigan - Flint**
  - Flint, MI
  - $225,000
  - Adjustment to previous grant

**Subtotal:** $12,959,611

### Community Revitalization and Economic Development

#### Housing and Neighborhoods
- **Center for Land Reform Inc.**
  - Flint, MI
  - $50,000 – 14 mos.
  - Vacant properties effort
- **City of Flint**
  - Flint, MI
  - $147,688 – 9 mos.
  - Complete landscaping at University Park
- **Genesee County Habitat for Humanity**
  - Flint, MI
  - $75,000 – 12 mos.
  - Three-year plan for growth and renewal in Flint
- **Genesee County Land Bank Authority**
  - Flint, MI
  - $100,000 – 12 mos.
  - Clean and green partnership

#### Economic Development
- **Bishop International Airport Authority**
  - Flint, MI
  - $1,000,000 – 51 mos.
  - Intermodal Center
- **Brookings Institution**
  - Washington, DC
  - $150,000 – 12 mos.
  - Great Lakes economic initiative
- **City of Flint**
  - Flint, MI
  - $150,000 – 12 mos.
  - Downtown security program
- **Crim Fitness Foundation**
  - Flint, MI
  - $99,700 – 15 mos.
  - Capacity building
- **Flint Neighborhood Improvement and Preservation Project Inc.**
  - Flint, MI
  - $165,400 – 6 mos.
  - Witherbee's Market

**Subtotal:** $650,000

### Workforce Development
- **4C Child Care Unlimited**
  - Flint, MI
  - $75,000 – 12 mos.
  - Family child care provider network
- **Flint Area Specialized Employment Services Inc.**
  - Flint, MI
  - $150,000 – 12 mos.
  - Flint STRIVE replication program
- **Greater Flint Health Coalition**
  - Flint, MI
  - $125,000 – 12 mos.
  - Flint Healthcare Employment Opportunities project
- **United Way of Genesee County**
  - Flint, MI
  - $300,000 – 27 mos.
  - Repayable grant for ex-offender community service employment initiative

**Subtotal:** $650,000

### Community Revitalization and Economic Development

#### Housing and Neighborhoods
- **Center for Land Reform Inc.**
  - Flint, MI
  - $50,000 – 14 mos.
  - Vacant properties effort
- **City of Flint**
  - Flint, MI
  - $147,688 – 9 mos.
  - Complete landscaping at University Park
- **Genesee County Habitat for Humanity**
  - Flint, MI
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#### Economic Development
- **Bishop International Airport Authority**
  - Flint, MI
  - $1,000,000 – 51 mos.
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**Subtotal:** $650,000

### Workforce Development
- **4C Child Care Unlimited**
  - Flint, MI
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  - Flint, MI
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  - Flint STRIVE replication program
- **Greater Flint Health Coalition**
  - Flint, MI
  - $125,000 – 12 mos.
  - Flint Healthcare Employment Opportunities project
- **United Way of Genesee County**
  - Flint, MI
  - $300,000 – 27 mos.
  - Repayable grant for ex-offender community service employment initiative

**Subtotal:** $650,000

### Economic Development
- **Bishop International Airport Authority**
  - Flint, MI
  - $1,000,000 – 51 mos.
  - Intermodal Center
- **Brookings Institution**
  - Washington, DC
  - $150,000 – 12 mos.
  - Great Lakes economic initiative
- **City of Flint**
  - Flint, MI
  - $150,000 – 12 mos.
  - Downtown security program
- **Crim Fitness Foundation**
  - Flint, MI
  - $99,700 – 15 mos.
  - Capacity building
- **Flint Neighborhood Improvement and Preservation Project Inc.**
  - Flint, MI
  - $165,400 – 6 mos.
  - Witherbee's Market

**Subtotal:** $650,000
| Foundation for the Uptown Reinvestment Corporation | Flint, MI |
| $12,000 – 5 mos. | Flint Farmers Market parking lot |
| $72,900 – 12 mos. | Operating support |
| $20,000,000 – 96 mos. | Purchase and renovation of Character Inn for student housing |
| **Foundation-Administered Projects** | |
| $72,173 | Flint stimulus coordination project |
| $111,806 | Technical assistance for downtown Flint revitalization |
| **Genesee Area Focus Fund** | Flint, MI |
| $72,900 – 12 mos. | Operating support |
| $20,000,000 – 96 mos. | Purchase and renovation of Character Inn for student housing |
| **foundation-Administered Projects** | |
| $72,173 | Flint stimulus coordination project |
| $111,806 | Technical assistance for downtown Flint revitalization |
| **Genesee Area Focus Fund** | Flint, MI |
| $1,380,000 – 12 mos. | Education and economic development initiatives |
| **Genesee County Land Bank Authority** | Flint, MI |
| $100,000 – 12 mos. | Genesee Business Center |
| **Metro Community Development** | Flint, MI |
| $40,900 – 12 mos. | Community Development Financial Institution program |
| **University of Michigan-Flint** | Flint, MI |
| $64,946 – 12 mos. | College entrepreneurship program |
| $225,000 – 15 mos. | Incubator without walls/microlending program |
| **Subtotal: $23,719,825** | **Economic Development** |
| **Program Area Total:** | |
| $25,382,513 | Community Revitalization and Economic Development |

**Special Initiatives**

**Philanthropy/Nonprofit Sector**

**BoardSource**

Washington, DC

$100,000 – 8 mos.

Building nonprofit leadership initiative

**Child Advocacy Center of Genesee County**

Flint, MI

$30,000 – 12 mos.

Merger assistance

United Way of Genesee County

Flint, MI

$250,000 – 12 mos.

Building Excellence, Sustainability and Trust (BEST) nonprofit capacity building

$250,000 – 12 mos.

General purposes

**YWCA of Greater Flint**

Flint, MI

$80,000 – 12 mos.

Turnaround consultant

**Subtotal: $735,000**

**Race Relations**

**American Arab Heritage Council**

Flint, MI

$65,000 – 12 mos.

Immigration services

**Urban League of Flint**

Flint, MI

$60,000 – 12 mos.

Flint replication of Leadership Development in Interethnic Relations

**Subtotal: $125,000**

**Children and Families**

**Big Brothers Big Sisters of Greater Flint**

Flint, MI

$150,000 – 12 mos.

Amachi collaborative

$60,000 – 12 mos.

Pan Hellenic Council mentorship project

**Boys & Girls Club of Greater Flint**

Flint, MI

$67,000 – 12 mos.

General purposes

$14,700 – 4 mos.

Summer fun program

**Catholic Charities of Shiawassee and Genesee Counties**

Flint, MI

$30,025 – 15 mos.

North End Soup Kitchen

$160,000 – 12 mos.

North End Soup Kitchen expansion

**City of Flint**

Flint, MI

$139,050 – 4 mos.

Summer youth program

**Crim Fitness Foundation**

Flint, MI

$100,000 – 12 mos.

Repayable grant to promote health and fitness in elementary schools

**Flint Area Specialized Employment Services Inc.**

Flint, MI

$81,450 – 12 mos.

Flint STRIVE academy summer youth project

**Food Bank of Eastern Michigan**

Flint, MI

$540,000 – 8 mos.

Increasing food distribution and access

**Genesee Area Focus Fund**

Flint, MI

$1,135,000 – 12 mos.

Summer youth initiative

**Mott Community College**

Flint, MI

$35,237 – 7 mos.

Teen CEO initiative

**Resource Genesee**

Flint, MI

$124,250 – 12 mos.

2-1-1 call center start-up

**Salvation Army of Genesee County**

Flint, MI

$200,000 – 12 mos.

Rental and utility assistance program

**Shelter of Flint Inc.**

Flint, MI

$15,000 – 12 mos.

N.E.W. Life Center

**Subtotal:** $3,016,802

**Children and Families**

**Special Opportunities**

Flint Area Congregations Together

Flint, MI

$150,000 – 12 mos.

General purposes

**Flint Club**

Flint, MI

$55,000 – 12 mos.

General purposes

**Greater Flint Health Coalition**

Flint, MI

$75,000 – 8 mos.

Health-care impact study

**Prima Civitas Foundation**

Lansing, MI

$485,750 – 20 mos.

City of Flint government analysis

**Subtotal:** $725,750

**Program Area Total:** $4,602,552

**Special Initiatives**

**Program Total:** $42,944,676

**Special Opportunities**

Flint Area Congregations Together

Flint, MI

$150,000 – 12 mos.

General purposes

**Flint Club**

Flint, MI

$55,000 – 12 mos.

General purposes

**Greater Flint Health Coalition**

Flint, MI

$75,000 – 8 mos.

Health-care impact study

**Prima Civitas Foundation**

Lansing, MI

$485,750 – 20 mos.

City of Flint government analysis

**Subtotal:** $725,750

**Program Area Total:** $4,602,552

**Special Initiatives**

**Program Total:** $42,944,676
Grant Activity:
$34,468,587 / 162 Grants

<table>
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<tr>
<th>Grant Activity</th>
<th>Grant Dollars (in millions)</th>
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<td>III IMPROVING COMMUNITY EDUCATION</td>
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<tr>
<td>Community-Driven Reform</td>
<td>$1.160</td>
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<tr>
<td>Educational Opportunities for Vulnerable Youth</td>
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<tr>
<td>Learning Beyond the Classroom</td>
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<tr>
<td>III EXPANDING ECONOMIC OPPORTUNITY</td>
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<tr>
<td>Income Security</td>
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<tr>
<td>Reducing Barriers to Employment</td>
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<tr>
<td>Retention and Wage Progression</td>
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<td>III BUILDING ORGANIZED COMMUNITIES</td>
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<td>Building Community Organizing Infrastructure</td>
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<td>III SPECIAL INITIATIVES</td>
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<tr>
<td>Totals</td>
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</table>
**Program Overview: Pathways Out of Poverty**

Mission: To identify, test and help sustain pathways out of poverty for low-income people and communities.

### Improving Community Education

**Goal:** To ensure that community education serves as a pathway out of poverty for children in low-income communities.

**Objectives/What We Seek**

- **Community-Driven Reform.** Effective community-driven reform strategies that increase student achievement across entire school districts and at the state or regional level.
- **Educational Opportunities for Vulnerable Youth.** Policies and practices that ensure that vulnerable youth are prepared for college and careers.
- **Learning Beyond the Classroom.** High-quality learning beyond the classroom initiatives that increase student success by providing students with multiple ways of learning, anchored to high standards and aligned with educational resources throughout a community.

### Expanding Economic Opportunity

**Goal:** To expand opportunity for those in, or at risk of, persistent poverty by promoting policies and programs that increase income security; help people connect to the labor market; and enable them to advance into better-quality, higher-paying jobs.

**Objectives/What We Seek**

- **Income Security.** A social safety net that augments families’ efforts to escape poverty.
- **Reducing Barriers to Employment.** Innovative strategies that enable low-skill, low-income job seekers to enter the labor market.
- **Retention and Wage Progression.** Workforce development policies and practices that help low-income workers stay in the labor market and increase their earnings over time.

### Building Organized Communities

**Goal:** To enhance the power and effectiveness of the community-organizing field in order to strengthen and sustain the involvement of low-income communities in shaping their futures.

**Objective/What We Seek**

- **Building Community Organizing Infrastructure.** Strong and effective community-organizing networks at the national and regional levels that foster community engagement and positive change in poor communities.

### Special Initiatives

**Goal:** To sustain promising practices and promote innovative and multidisciplinary approaches to reduce persistent poverty.

**Objectives/What We Seek**

- **Transitions.** Policies and practices that strengthen micro-enterprise in the U.S. in order to maximize its potential as a means for low-income entrepreneurs to escape from poverty.
- **Exploratory and Special Projects.** Flexibility to identify critical issues, seize special opportunities, research issues to determine future program directions and promote crosscutting projects.
**Improving Community Education**

**Community-Driven Reform**

Appleseed Foundation
Washington, DC
$150,000 – 12 mos.
Research and technical assistance on No Child Left Behind Act

Community Coalition for Substance Abuse Prevention and Treatment
Los Angeles, CA
$160,000 – 24 mos.
Study on education organizing and academic improvement

Community Foundation for the National Capital Region
Washington, DC
$80,000 – 12 mos.
Collaborative for education organizing

Harvard University
Cambridge, MA
$100,000 – 18 mos.
Study of education organizing

Hyde Square Task Force
Jamaica Plain, MA
$70,000 – 12 mos.
Collaborative for educational change

Northwest Bronx Community and Clergy Coalition
Bronx, NY
$100,000 – 12 mos.
Study on education organizing and academic improvement

Public Interest Projects
New York, NY
$200,000 – 12 mos.
Communities for public education reform

Southern California Education Fund
Los Angeles, CA
$300,000 – 24 mos.
Communities for public education reform

Subtotal: $1,160,000

**Educational Opportunities for Vulnerable Youth**

American Youth Policy Forum
Washington, DC
$150,775 – 24 mos.
Educating policymakers on effective strategies for dropouts and disconnected youth

Boston Private Industry Council
Boston, MA
$225,000 – 24 mos.
Boston Youth Transitions Taskforce: supporting city partnerships to address dropout crisis

Center for Law and Social Policy
Washington, DC
$50,000 – 36 mos.
Promoting policies for disconnected youth: building systems to reconnect youth to education and jobs

City Connect Detroit
Detroit, MI
$100,000 – 18 mos.
Improving outcomes for out-of-school youth in Michigan

Community Foundation for the National Capital Region
Washington, DC
$20,000 – 12 mos.
Youth transition funders group

Community Foundation of Greater Flint
Flint, MI
$50,000 – 12 mos.
Genesee County out-of-school youth initiative

Foundation-Administered Project

Meeting on improving outcomes for out-of-school youth in Michigan

Grantmakers for Children, Youth & Families
Silver Spring, MD
$70,000 – 24 mos.
General purposes

Harlem Children’s Zone
New York, NY
$150,000 – 12 mos.
Young male initiative

Intercultural Development Research Association
San Antonio, TX
$150,000 – 18 mos.
Brown and Mendez dialogues on multiple pathways to graduation

Kalamazoo Community Foundation
Kalamazoo, MI
$600,000 – 24 mos.
Improving outcomes for out-of-school youth in Michigan

Lansing Community College
Lansing, MI
$150,000 – 18 mos.
High school diploma completion initiative

National Youth Employment Coalition
Washington, DC
$300,000 – 24 mos.
Expanding education options for struggling students and disconnected youth

Northeastern University
Boston, MA
$42,225 – 12 mos.
Labor market, economic, social, civic and fiscal consequences of dropping out of high school in Michigan

Philadelphia Youth Network
Philadelphia, PA
$265,000 – 24 mos.
Philadelphia youth transitions collaborative: supporting city partnerships to address dropout crisis

Tides Center
San Francisco, CA
$500,000 – 12 mos.
Youth development institute: developing community-based career and technical education strategies for school dropouts

Youth Sports of Northern New Jersey
Englewood, NJ
$27,000 – 6 mos.
Black male donor collaborative: expanding opportunity and increasing achievement among marginalized males

YouthBuild USA
Somerville, MA
$250,000 – 18 mos.
Growth plan

Subtotal: $2,164,252

**Learning Beyond the Classroom**

Afterschool Alliance
Washington, DC
$2,000,000 – 12 mos.
General purposes

After-School Corporation
New York, NY
$225,000 – 36 mos.
New York statewide afterschool network

American Federation of Teachers Educational Foundation
Washington, DC
$200,000 – 24 mos.
American Federation of Teachers innovation fund

American Youth Policy Forum
Washington, DC
$150,000 – 12 mos.
Integrating afterschool and school-community partnerships

Arizona Center for Afterschool Excellence
Phoenix, AZ
$225,000 – 36 mos.
Arizona statewide afterschool network

Asia Society
New York, NY
$150,000 – 12 mos.
Promising practices in afterschool: global literacy

Brown University
Providence, RI
$275,000 – 18 mos.
Building capacity for New Day for Learning communities

Champlain Valley Educator Development Center
Burlington, VT
$225,000 – 36 mos.
Vermont statewide afterschool network

Child Development for Kids Inc.
Malden, MA
$225,000 – 36 mos.
Massachusetts statewide afterschool network

Chrysalis Foundation
Des Moines, IA
$225,000 – 36 mos.
Iowa statewide afterschool network
<table>
<thead>
<tr>
<th>Organization</th>
<th>State/City</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose/Project Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Collaborative Communications Group</td>
<td>Washington, DC</td>
<td>$150,000 – 12 mos.</td>
<td>Support for New Day for Learning Community</td>
<td>$1,250,000 – 24 mos. Supporting national network of statewide afterschool networks</td>
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<tr>
<td>Connecticut After School Network</td>
<td>Branford, CT</td>
<td>$225,000 – 36 mos.</td>
<td>Connecticut statewide afterschool network</td>
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<tr>
<td>Council of Chief State School Officers</td>
<td>Washington, DC</td>
<td>$350,000 – 24 mos.</td>
<td>Building state capacity and supporting statewide afterschool networks</td>
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<tr>
<td>Editorial Projects in Education</td>
<td>Bethesda, MD</td>
<td>$165,000 – 24 mos.</td>
<td>Coverage of education economic stimulus package Educational Testing Service</td>
<td>Princeton, NJ</td>
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<td>Foundation Center</td>
<td>New York, NY</td>
<td>$155,000 – 12 mos.</td>
<td>Foundations for education excellence George Lucas Educational Foundation</td>
<td>San Rafael, CA</td>
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<tr>
<td>GMMB Inc.</td>
<td>Washington, DC</td>
<td>$745,000 – 12 mos.</td>
<td>New Day for Learning social marketing campaign</td>
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<tr>
<td>Johns Hopkins University</td>
<td>Baltimore, MD</td>
<td>$87,500 – 3 mos.</td>
<td>Building support for summer learning Kentucky Child Now</td>
<td>Frankfort, KY</td>
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<tr>
<td></td>
<td></td>
<td>Subtotal: $10,135,000 Learning Beyond the Classroom Program Area Total: $13,459,252 Improving Community Education</td>
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</table>

**Expanding Economic Opportunity**

**Income Security**

<table>
<thead>
<tr>
<th>Organization</th>
<th>State/City</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose/Project Details</th>
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</table>
### Annual Report

**Reducing Barriers to Employment**

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Description</th>
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<tbody>
<tr>
<td>Massachusetts Budget and Policy Center</td>
<td>Boston, MA</td>
<td>$35,000 – 24 mos.</td>
<td>State fiscal analysis initiative</td>
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<tr>
<td>MDRC</td>
<td>New York, NY</td>
<td>$200,000 – 12 mos.</td>
<td>AutoSave demonstration</td>
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<tr>
<td>Michigan Future Inc.</td>
<td>Ann Arbor, MI</td>
<td>$35,000 – 24 mos.</td>
<td>New agenda for new Michigan</td>
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<tr>
<td>Michigan League for Human Services</td>
<td>Lansing, MI</td>
<td>$56,500 – 12 mos.</td>
<td>Michigan unemployment insurance initiative</td>
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<td>National Conference of State Legislatures</td>
<td>Denver, CO</td>
<td>$99,657 – 24 mos.</td>
<td>Capacity-building technical assistance</td>
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<tr>
<td>New America Foundation</td>
<td>Washington, DC</td>
<td>$400,000 – 24 mos.</td>
<td>Asset-building program</td>
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<tr>
<td>Philanthropy New York</td>
<td>New York, NY</td>
<td>$50,000 – 24 mos.</td>
<td>Asset funders network</td>
<td></td>
</tr>
<tr>
<td>United Way of Massachusetts Bay and Merrimack Valley</td>
<td>Boston, MA</td>
<td>$331,000 – 12 mos.</td>
<td>Building career ladders for low-income people</td>
<td></td>
</tr>
<tr>
<td>Washington University</td>
<td>St. Louis, MO</td>
<td>$300,000 – 12 mos.</td>
<td>SEED universal policy initiative</td>
<td></td>
</tr>
</tbody>
</table>

Subtotal: **$3,215,147**

### Retention and Wage Progression

**American Association of Community Colleges**
- Washington, DC
- $50,000 – 7 mos.
- Creating commercialization opportunity at community colleges

**Aspen Institute**
- Washington, DC
- $2,400,000 – 12 mos.
- Building career ladders for low-income people

**Center for Automotive Research**
- Ann Arbor, MI
- $200,000 – 12 mos.
- Program for Automotive Labor and Education

**Corporation for a Skilled Workforce**
- Ann Arbor, MI
- $210,000 – 12 mos.
- Building capacity of Michigan's workforce system

**Direct Care Alliance Inc.**
- New York, NY
- $200,000 – 12 mos.
- General purposes

**Economic Mobility Corporation**
- New York, NY
- $237,500 – 12 mos.
- General purposes

**Focus: HOPE**
- Detroit, MI
- $750,000 – 12 mos.
- General purposes

Subtotal: **$1,689,305**

---

**Insight Center for Community Economic Development**
- Oakland, CA
- $400,000 – 22 mos.
- National network of sector partners

**Jobs for the Future**
- Boston, MA
- $477,000 – 12 mos.
- Creating career paths for low-skilled in high poverty areas

**Mid-Michigan Innovation Team Learning Community**
- Lansing, MI
- $200,000 – 16 mos.
- Mid-Michigan innovation team learning communities initiative

Subtotal: **$8,269,000**

Program Area Total: **$13,173,452**

Expanding Economic Opportunity
Building Organized Communities

Building Community Organizing Infrastructure

**Alliance for Justice**
Washington, DC
$12,000 – 23 mos.
Resources for evaluating community organizing

**Center for Community Change**
Washington, DC
$32,000 – 17 mos.
Documentation of IAF community organizing in Wisconsin

$2,000,000 – 12 mos.
40th anniversary challenge campaign

$300,000 – 24 mos.
General purposes

**Community Catalyst**
Boston, MA
$350,000 – 12 mos.
Community learning partnership

**Community Training and Assistance Center**
Boston, MA
$210,000 – 36 mos.
General purposes

$258,000 – 12 mos.
Intermediary support for organizing communities

**Direct Action and Research Training Center**
Miami, FL
$150,000 – 24 mos.
DART organizers institute

**Faith Action for Community Equity**
Honolulu, HI
$250,000 – 24 mos.
General purposes

**Federation of Congregations United to Serve**
Orlando, FL
$150,000 – 24 mos.
General purposes

**Foundation-Administered Project**

**Gamaliel Foundation**
Chicago, IL
$300,000 – 24 mos.
General purposes

**Harriet Tubman Center for Recruitment and Development of Organizers**
Detroit, MI
$75,000 – 12 mos.
General purposes

**Interfaith Worker Justice**
Chicago, IL
$50,000 – 12 mos.
Training organizers for immigrant community

**InterValley Project**
West Newton, MA
$25,000 – 24 mos.
Capacity building for InterValley network

**Isaiah Institute**
New Orleans, LA
$100,000 – 12 mos.
Organizing in African-American churches

**Jewish Funds for Justice**
New York, NY
$50,000 – 12 mos.
Organizing apprenticeship program

**Metro Industrial Areas Foundation**
Rego Park, NY
$50,000 – 12 mos.
Democracy, organizing and Islam

**National Council of La Raza**
Washington, DC
$258,000 – 12 mos.
Intermediary support for organizing communities

**National Employment Law Project**
New York, NY
$78,000 – 12 mos.
General purposes

**National People’s Action**
Chicago, IL
$293,000 – 12 mos.
Intermediary support for organizing communities

**Northwest Bronx Community and Clergy Coalition**
Bronx, NY
$70,000 – 12 mos.
Cross-network professional development

**Northwest Federation of Community Organizations**
Seattle, WA
$200,000 – 24 mos.
General purposes

**PICCO National Network**
Oakland, CA
$101,000 – 12 mos.
Community outreach on housing foreclosure and predatory lending

**Public Interest Projects**
New York, NY
$60,000 – 12 mos.
Public attitudes on financial reforms

**Seventh Generation Fund**
Arcata, CA
$100,000 – 12 mos.
General purposes

**Southern Echo Inc.**
Jackson, MS
$258,000 – 12 mos.
Intermediary support for organizing communities

Washington Interfaith Network
Washington, DC
$300,000 – 24 mos.
General purposes

**Western Organization of Resource Councils Education Project**
Billings, MT
$200,000 – 24 mos.
Leadership and capacity-building project

**Special Initiatives**

**Transitions**

**Aspen Institute**
Washington, DC
$400,000 – 12 mos.
Demonstrating scale in domestic micro-enterprise

$250,000 – 13 mos.
MicroTest

$156,594 – 12 mos.
Technical communication assistance for economic opportunities program

$200,000 – 12 mos.
Tracking trends for micro-enterprise field

**Association for Enterprise Opportunity**
Arlington, VA
$350,000 – 12 mos.
General purposes

**Center for Rural Affairs**
Lyons, NE
$75,000 – 12 mos.
Rural micro-enterprise development

**Corporation for Enterprise Development**
Washington, DC
$75,000 – 12 mos.
Federal micro-enterprise policy expansion project

**Goodwill Industries International Inc.**
Rockville, MD
$150,000 – 22 mos.
Good business initiative: micro-enterprise development program

**Subtotal:**
$1,656,594

**Transitions**

**Program Area Total:**
$1,656,594

**Special Initiatives**

**Program Total:**
$34,468,587

**Pathways Out of Poverty**
**Exploratory & Special Projects**

Mission: To support unusual or unique opportunities addressing significant national and international problems. *(Proposals are by invitation only; unsolicited proposals are discouraged.)*

---

**Special Projects**

**Alliance of Religions and Conservation**  
*Manchester, England*  
$50,000 – 12 mos.  
Seven-year plans for generational change: environmental partnership between United Nations and faith organizations

**Center for the Study of the Presidency and Congress**  
*Washington, DC*  
$50,000 – 13 mos.  
Strengthening America’s future initiative

**Program Area Total:** $100,000  
**Special Projects**  
**Program Total:** $100,000  
**Exploratory and Special Projects**

---

**Employee & Trustee Grants**

In addition to its regular grantmaking, the Foundation also encourages charitable giving by its Trustees and staff. The Foundation’s match to these contributions is included as part of its total grant budget.

---

**Employee/Trustee Matching and Trustee-Initiated**

**Employee/Trustee Matching Grants**

<table>
<thead>
<tr>
<th>Program Area Total:</th>
<th>$1,342,911</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee/Trustee Matching</td>
<td></td>
</tr>
</tbody>
</table>

**Trustee-Initiated Grants**

<table>
<thead>
<tr>
<th>Program Area Total:</th>
<th>$840,000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Trustee-Initiated</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Program Total:</th>
<th>$2,182,911</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee/Trustee Matching and Trustee-Initiated</td>
<td></td>
</tr>
</tbody>
</table>

**TOTAL:** $109,312,507

**All Grants**
Profile: 2009

GRANTMAKING ACTIVITIES

Total: 469 Grants
(not including Employee/Trustee Matching & Trustee-Initiated Grants)

- Pathways Out of Poverty: 162 Grants (34.6%)
- Civil Society: 151 Grants (32.3%)
- Flint Area: 82 Grants (17.6%)
- Environment: 72 Grants (15.4%)
- Exploratory & Special Projects: 2 Grants (0.1%)

Total: $109,312,507

- Pathways Out of Poverty: $34.5 million (31.5%)
- Civil Society: $19.4 million (17.8%)
- Environment: $10.2 million (9.3%)
- Flint Area: $42.9 million (39.3%)
- Exploratory & Special Projects: $0.1 million (0.1%)
- Employee/Trustee Matching & Trustee-Initiated Grants: $2.2 million (2.0%)

ASSET ALLOCATION 12.31.09

Total: $2,079,880,427

- Total Growth Assets: $1,200.6 million (57.7%)
- Total Inflation-Protection Assets: $345.6 million (16.6%)
- Total Risk-Reduction Assets: $512.0 million (24.6%)
- Total Other Assets: $21.7 million (1.1%)

in millions
### Profile: 10-year Statistics

#### 2000-2009 Selected Financial Information (in millions)

<table>
<thead>
<tr>
<th></th>
<th>2000</th>
<th>2001</th>
<th>2002</th>
<th>2003</th>
<th>2004</th>
<th>2005</th>
<th>2006</th>
<th>2007</th>
<th>2008</th>
<th>2009</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Assets - Fair Value</td>
<td>$2,880.3</td>
<td>$2,458.0</td>
<td>$2,011.4</td>
<td>$2,373.2</td>
<td>$2,524.7</td>
<td>$2,477.3</td>
<td>$2,626.1</td>
<td>$2,711.5</td>
<td>$1,929.9</td>
<td>$2,079.9</td>
</tr>
<tr>
<td>Total Assets - 2009 Dollars</td>
<td>3,574.7</td>
<td>3,004.0</td>
<td>2,401.1</td>
<td>2,780.8</td>
<td>2,865.0</td>
<td>2,718.4</td>
<td>2,810.3</td>
<td>2,787.8</td>
<td>1,982.4</td>
<td>2,079.9</td>
</tr>
<tr>
<td>12-Month Rolling Average Assets</td>
<td>3,243.5</td>
<td>2,542.3</td>
<td>2,153.0</td>
<td>2,133.6</td>
<td>2,361.9</td>
<td>2,407.0</td>
<td>2,507.0</td>
<td>2,707.4</td>
<td>2,380.2</td>
<td>1,916.0</td>
</tr>
<tr>
<td>Total Investment Income (Loss)</td>
<td>(200.8)</td>
<td>(284.5)</td>
<td>(312.9)</td>
<td>477.3</td>
<td>287.8</td>
<td>84.4</td>
<td>290.5</td>
<td>245.0</td>
<td>(684.6)</td>
<td>289.3</td>
</tr>
<tr>
<td>Total Investment Income (Loss) 2009 Dollars</td>
<td>(249.2)</td>
<td>(347.7)</td>
<td>(373.6)</td>
<td>559.2</td>
<td>326.6</td>
<td>92.6</td>
<td>310.9</td>
<td>251.9</td>
<td>(703.2)</td>
<td>289.3</td>
</tr>
<tr>
<td>Total Grants Awarded</td>
<td>153.0</td>
<td>129.7</td>
<td>109.8</td>
<td>100.0</td>
<td>98.7</td>
<td>123.2</td>
<td>107.3</td>
<td>108.7</td>
<td>110.4</td>
<td>109.3</td>
</tr>
<tr>
<td>Total Expenditures*</td>
<td>162.9</td>
<td>131.1</td>
<td>128.0</td>
<td>124.8</td>
<td>136.3</td>
<td>132.1</td>
<td>142.7</td>
<td>158.2</td>
<td>100.6</td>
<td>134.2</td>
</tr>
</tbody>
</table>

NOTE: Private foundations are required to make qualifying distributions (grant payments and reasonable administrative expenses) equal to roughly 5% of their average assets each year. The basis of the 5% calculation is a rolling, or 12-month, average of the foundation’s investment assets.

* Total expenditures include grant payments, foundation-administered projects, administrative expenses, excise tax and investment expenses.

### 2000-2009 Grants Awarded by Program (in millions)

![Graph showing grants awarded by program from 2000 to 2009]
Report Of Independent Certified Public Accountants

Grant Thornton

BOARD OF TRUSTEES

Charles Stewart Mott Foundation

We have audited the accompanying statements of financial position of the Charles Stewart Mott Foundation (the “Foundation”) as of December 31, 2009 and 2008, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Foundation’s management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America as established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation’s internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Foundation as of December 31, 2009 and 2008, and the results of its activities and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Grant Thornton LLP

Southfield, Michigan
July 22, 2010
## Statements of Financial Position

**Years Ended December 31,**

<table>
<thead>
<tr>
<th>Assets</th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Investments, at fair value:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Equity securities</td>
<td>$1,216,862,050</td>
<td>$1,064,884,002</td>
</tr>
<tr>
<td>U.S. Government obligations</td>
<td>106,507,034</td>
<td>110,689,781</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>82,915,219</td>
<td>81,329,586</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>503,670,688</td>
<td>414,398,618</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>14,000,000</td>
<td>–</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>134,236,695</td>
<td>240,231,068</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td>$2,058,191,686</td>
<td>1,911,533,055</td>
</tr>
<tr>
<td>Cash</td>
<td>3,346,542</td>
<td>5,217,757</td>
</tr>
<tr>
<td>Accrued interest and dividends</td>
<td>1,740,038</td>
<td>2,115,874</td>
</tr>
<tr>
<td>Land, building and improvements, net</td>
<td>4,296,697</td>
<td>3,846,285</td>
</tr>
<tr>
<td>Other assets</td>
<td>12,305,464</td>
<td>3,120,534</td>
</tr>
<tr>
<td>Deferred excise tax</td>
<td>–</td>
<td>4,065,577</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td>$2,079,880,427</td>
<td>$1,929,899,082</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Liabilities and Unrestricted Net Assets</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Liabilities</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Grants payable</td>
<td>$52,006,241</td>
<td>$55,221,488</td>
</tr>
<tr>
<td>Accounts payable and other liabilities</td>
<td>24,189,035</td>
<td>30,144,257</td>
</tr>
<tr>
<td>Deferred excise tax</td>
<td>1,412,681</td>
<td>–</td>
</tr>
<tr>
<td><strong>Total Liabilities and Unrestricted Net Assets</strong></td>
<td>77,607,957</td>
<td>85,365,745</td>
</tr>
<tr>
<td><strong>Unrestricted Net Assets</strong></td>
<td>2,002,272,470</td>
<td>1,844,533,337</td>
</tr>
<tr>
<td><strong>Total Liabilities and Unrestricted Net Assets</strong></td>
<td>$2,079,880,427</td>
<td>$1,929,899,082</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of the financial statements.
## Statements of Activities

<table>
<thead>
<tr>
<th>Income:</th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dividends and Interest</td>
<td>$32,659,243</td>
<td>$51,447,976</td>
</tr>
<tr>
<td>Limited partnership loss</td>
<td>(9,766,104)</td>
<td>(427,423)</td>
</tr>
<tr>
<td>Net realized (loss) gain on investments</td>
<td>(28,487,974)</td>
<td>16,383,158</td>
</tr>
<tr>
<td>Net unrealized gain (loss) on investments</td>
<td>295,344,228</td>
<td>(751,140,496)</td>
</tr>
<tr>
<td>Other income (expense)</td>
<td>(484,073)</td>
<td>(874,165)</td>
</tr>
<tr>
<td></td>
<td>289,265,320</td>
<td>(684,610,950)</td>
</tr>
</tbody>
</table>

**Investment expenses:**

| Direct investment expenses                  | 5,241,980     | 6,139,100     |
| Provision for excise tax:                   |               |               |
| Current                                     | 333,600       | 1,081,257     |
| Deferred expense (benefit)                  | 5,478,258     | (14,914,522)  |
|                                              | 11,053,838    | (7,694,165)   |

**Net investment income (loss):**

| 2009          | (676,916,785) |

**Grants and operating expenses:**

| Grants                     | 108,369,042   | 108,707,163   |
| Foundation-administered projects | 850,160     | 1,160,652     |
| Administration expenses     | 16,091,827    | 15,186,243    |
|                              | 125,311,479   | 125,054,058   |
| Net operating income (loss) | 152,900,003   | (801,970,843) |

**Other changes in unrestricted net assets:**

| Pension-related changes other than net periodic pension cost | 3,464,016 | (14,297,880) |
| Postretirement health-care related changes other than net periodic benefit cost | 1,375,114 | (879,853) |
| Change in unrestricted net assets                       | 157,739,133 | (817,148,576) |

**Unrestricted net assets:**

| Beginning of year | 1,844,533,337 | 2,661,681,913 |
| End of year       | $2,002,272,470 | $1,844,533,337 |

The accompanying notes are an integral part of the financial statements.
### Statements of Cash Flows

<table>
<thead>
<tr>
<th>Cash flows from operating activities:</th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td>Change in unrestricted net assets</td>
<td>$157,739,133</td>
<td>$(817,148,576)</td>
</tr>
<tr>
<td>Adjustments to reconcile change in unrestricted net assets to net cash used by operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net realized (gain) loss on investments</td>
<td>28,487,974</td>
<td>(16,383,158)</td>
</tr>
<tr>
<td>(Income) loss on limited partnerships</td>
<td>9,766,104</td>
<td>427,423</td>
</tr>
<tr>
<td>Net unrealized (gain) loss on investments</td>
<td>(295,344,228)</td>
<td>751,140,496</td>
</tr>
<tr>
<td>Excess value of donated securities included with grants</td>
<td>2,582,227</td>
<td>986,421</td>
</tr>
<tr>
<td>Depreciation expense</td>
<td>314,253</td>
<td>354,171</td>
</tr>
<tr>
<td>(Increase) decrease in accrued interest and dividends</td>
<td>375,836</td>
<td>6,352,178</td>
</tr>
<tr>
<td>(Increase) decrease in other assets</td>
<td>(9,184,930)</td>
<td>473,643</td>
</tr>
<tr>
<td>(Increase) decrease in deferred excise tax asset</td>
<td>4,065,577</td>
<td>(4,065,577)</td>
</tr>
<tr>
<td>Increase (decrease) in grants payable</td>
<td>(3,215,247)</td>
<td>32,125,290</td>
</tr>
<tr>
<td>Increase (decrease) in accounts payable and other liabilities</td>
<td>(5,955,222)</td>
<td>14,311,788</td>
</tr>
<tr>
<td>Increase (decrease) in deferred excise tax liability</td>
<td>1,412,681</td>
<td>(10,848,945)</td>
</tr>
<tr>
<td>Total adjustments</td>
<td>(266,694,975)</td>
<td>774,873,730</td>
</tr>
<tr>
<td>Net cash used by operating activities</td>
<td>(108,955,842)</td>
<td>(42,274,846)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Cash flows from investing activities:</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Proceeds from sales or redemptions of investments</td>
<td>713,248,023</td>
<td>893,524,747</td>
</tr>
<tr>
<td>Purchases of investments</td>
<td>(605,398,731)</td>
<td>(852,104,230)</td>
</tr>
<tr>
<td>Acquisition of building improvements</td>
<td>(764,665)</td>
<td>(332,533)</td>
</tr>
<tr>
<td>Net cash provided by investing activities</td>
<td>107,084,627</td>
<td>41,087,984</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Net decrease in cash</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash, beginning of year</td>
<td>5,217,757</td>
<td>6,404,619</td>
</tr>
<tr>
<td>Cash, end of year</td>
<td>$3,346,542</td>
<td>$5,217,757</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Supplemental disclosure of noncash investing activities:</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment trades receivable (payable) at year end, included with sales/proceeds on investments</td>
<td>$10,000,000</td>
<td>$(1,953,075)</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of the financial statements.
A. Mission and Grant Programs

The Charles Stewart Mott Foundation (the “Foundation”) is a private grantmaking foundation established in 1926 in Flint, Michigan. The Foundation’s mission is “to support efforts that promote a just, equitable and sustainable society.” The Foundation’s grantmaking activity is organized into four major programs: Civil Society, Environment, Flint Area and Pathways Out of Poverty. Other grantmaking opportunities, which do not match the major programs, are investigated through the Foundation’s Exploratory and Special Projects program.

B. Accounting Policies

The following is a summary of significant accounting policies followed in the preparation of these financial statements.

METHOD OF ACCOUNTING

The financial statements have been prepared on the accrual basis of accounting, which includes recognition of dividends, interest, and other income and expenses as earned or incurred. Trustee and Executive Committee grant actions are recognized as expense on the date of the action. Grants by the President or Executive Committee by specific authority conferred by the Trustees are recognized as expense on the date the authority is exercised. Grant expense is net of grant refunds.

RECENT ACCOUNTING PRONOUNCEMENTS

The Foundation adopted the amended guidance from the Financial Accounting Standards Board (FASB) relating to fair value presentation in its December 31, 2009, financial statements for its investments in equity securities and limited partnerships. Adoption of this guidance did not have an impact on the fair value determination of applicable investments; however, it did require additional disclosures. See Note C – Investments for the additional disclosures related to the amended guidance.

Effective January 1, 2009, the Foundation adopted the new provisions set by the FASB, which clarified accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. There are two steps to recognizing and measuring uncertain tax positions. This new guidance prescribes a comprehensive model for recognizing, measuring, presenting and disclosing in the financial statements tax positions taken or expected to be taken on a tax return, including positions that the organization is exempt from income taxes or not subject to income taxes on unrelated business income. The Foundation is exempt from income tax under Internal Revenue Code section 501(c)(3); however as a private foundation is required to pay excise tax and tax on income unrelated to its exempt purpose. The Foundation recognizes interest and penalties related to income tax matters as a part of excise tax. There was no interest or penalties paid or accrued in the 2009 and 2008 financial statements. The tax years ending 2006, 2007 and 2008 are still open to audit for both federal and state purposes. The adoption of this guidance did not have any impact on the Foundation’s financial statements.

CASH EQUIVALENTS

Cash equivalents with original maturities of three months or less are reflected at market value and include short-term notes and commercial paper, which are included with investments.

OTHER ASSETS

Included in other assets are investment trades receivable and land and buildings that were purchased by the Foundation for charitable purposes and are recorded at cost.
LAND, BUILDING AND IMPROVEMENTS

Land, building and improvements are recorded at cost. Upon sale or retirement of land, building and improvements, the cost and related accumulated depreciation are eliminated, and the resulting gain or loss is included in current income. Depreciation of building and improvements is provided over the estimated useful lives of the respective assets on a straight-line basis, ranging from 6 to 50 years.

Costs of office furnishings and equipment are consistently charged to expense because the Foundation does not deem such amounts to be sufficiently material to warrant capitalization and depreciation.

A summary of land, building and improvement holdings at year end is as follows:

<table>
<thead>
<tr>
<th></th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land</td>
<td>$397,852</td>
<td>$397,852</td>
</tr>
<tr>
<td>Building and improvements</td>
<td>$9,361,446</td>
<td>$8,596,781</td>
</tr>
<tr>
<td>Less accumulated depreciation</td>
<td>(5,462,601)</td>
<td>(5,148,348)</td>
</tr>
<tr>
<td></td>
<td>$4,296,697</td>
<td>$3,846,285</td>
</tr>
</tbody>
</table>

ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

INVESTMENTS

Equity investments with readily determinable fair values, and all debt securities, are recorded on the trade date and are stated at market value based primarily on December 31 published quotations. Gains and losses from sales of securities are determined on an average cost basis.

Equity investments that do not have readily determinable fair values, representing amounts in venture capital and limited partnerships, are recorded on the trade date. These investments are stated at an estimate of fair value as determined in good faith by the general partner or fund managers. The Foundation believes the amounts recorded approximate fair value.

The Foundation’s 18.6% investment in United States Sugar Corporation (USSC), a non-publicly traded security with no readily determinable fair value, is priced based on an independent valuation of the USSC stock on a non-marketable minority interest basis.

The Foundation is party to certain limited partnership agreements, whereby the Foundation is committed to invest future funds into these partnerships. As of December 31, 2009, the Foundation has $714.2 million in outstanding limited partnership commitments, including both domestic and international partnerships.

Investments in partnerships that are publicly traded and where the Foundation has no committed capital are included with equity securities and not limited partnerships for financial statement presentation.

RECLASSIFICATIONS

Certain amounts in the 2008 statements have been reclassified to conform to the 2009 presentation.
C. Investment Securities

The following is a summary of cost and approximate fair values of the investment securities held at December 31 (in thousands):

<table>
<thead>
<tr>
<th></th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Fair Value</td>
<td>Cost Basis</td>
</tr>
<tr>
<td>Equity securities</td>
<td>$1,216,862</td>
<td>$1,101,216</td>
</tr>
<tr>
<td>U.S. Government obligations</td>
<td>106,507</td>
<td>96,999</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>82,915</td>
<td>75,258</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>503,671</td>
<td>535,209</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>14,000</td>
<td>14,000</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>134,237</td>
<td>134,091</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$2,058,192</strong></td>
<td><strong>$1,956,773</strong></td>
</tr>
</tbody>
</table>

Investments valued at Net Asset Value (NAV) as of December 31, 2009, consisted of the following:

<table>
<thead>
<tr>
<th></th>
<th>Fair Value</th>
<th>Unfunded Commitments</th>
<th>Redemption Frequency</th>
<th>Redemption Notice Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities (a)</td>
<td>$237,047,233</td>
<td>$ –</td>
<td>Quarterly to Annual if applicable</td>
<td>5 days to 4 months if applicable</td>
</tr>
<tr>
<td>Limited partnerships (b)</td>
<td>503,670,688</td>
<td>714,200,000</td>
<td>Quarterly to Annual if applicable</td>
<td>5 days to 4 months if applicable</td>
</tr>
<tr>
<td><strong>Total investments at NAV</strong></td>
<td><strong>$740,717,921</strong></td>
<td><strong>$714,200,000</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(a) This category includes investments in real estate funds and hedge funds. The NAV of the real estate funds are as provided by the fund and determined using the fair value option or depreciable cost basis of the underlying assets. The NAV of the hedge funds is as provided by the fund using various observable and unobservable market valuation techniques as allowed by the Financial Accounting Standards Board (FASB). The majority of the hedge funds offer quarterly to annual liquidity options that require advance notice from 5 business days to 4 months, with various “lock-up” and “gate” provisions, while the real estate funds do not offer redemption options.

(b) This category includes investments in private equity funds, public equity funds, hedge funds, real estate funds and energy funds. The NAV of these funds is as provided by the general partner or fund manager using various observable and unobservable market valuation techniques as allowed by the FASB. The majority of the hedge funds offer quarterly to annual liquidity options that require advance notice from 5 business days to 4 months, with various “lock-up” and “gate” provisions, while the private equity, real estate and energy funds do not offer redemption options. The public equity funds offer a monthly redemption frequency with 30 days notice.

See footnote D for additional information regarding fair value measurements.

Due to the various liquidity limitations on the above referenced funds, the Foundation maintains a significant portion of its investments in highly liquid and other Level 1 assets so as to ensure that grantmaking and administrative expense needs are covered into the foreseeable future.

The Foundation has significant amounts of investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.
D. Fair Value Measurements

Effective January 1, 2008, the Foundation adopted a framework for measuring fair value under generally accepted accounting principles. Fair Value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. This process also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

**Level 1** — Quoted market prices in active markets for identical assets or liabilities.

**Level 2** — Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

**Level 3** — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Generally, assets held at the Foundation’s custodian, Comerica Bank, include cash equivalents, U.S. government obligations, corporate bonds and equity securities, which are publicly traded in active markets and are considered Level 1 assets. Equity securities purchased and held directly by the Foundation include private equities, hedge funds, real estate funds and energy funds.

The valuation of nonpublic investments requires significant judgment by the General Partner due to the absence of quoted market values, inherent lack of liquidity and the long-term nature of such assets. Private equity investments are valued initially based upon transaction price excluding expenses. Valuations are reviewed periodically utilizing available market and other data to determine if the carrying value of these investments should be adjusted. Such data primarily include, but are not limited to, observations of the trading multiples of public companies considered comparable to the private companies being valued. Valuations are adjusted to account for company-specific issues, the lack of liquidity inherent in a nonpublic investment, the level of ownership in the company and the fact that comparable public companies are not identical to the companies being valued. Such valuation adjustments are necessary because in the absence of a committed buyer and completion of due diligence similar to that performed in an actual negotiated sale process, there may be company-specific issues that are not fully known that may affect value. In addition, a variety of additional factors may be considered during the valuation process, including, but not limited to, financial and sales transactions with third parties, current operating performance and future expectations of the particular investment, changes in market outlook, and the third party financing environment. In determining valuation adjustments resulting from the investment review process, emphasis is placed on market participant’s assumptions and market-based information over entity specific information.

The following table presents the investments carried on the statement of financial position by level within the valuation hierarchy as of December 31, 2009:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities</td>
<td>$ 913,341,919</td>
<td>–</td>
<td>$ 305,520,131</td>
<td>$ 1,216,862,050</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>82,915,219</td>
<td>–</td>
<td>–</td>
<td>82,915,219</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>–</td>
<td>–</td>
<td>503,670,688</td>
<td>503,670,688</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>–</td>
<td>–</td>
<td>14,000,000</td>
<td>14,000,000</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>134,236,695</td>
<td>–</td>
<td>–</td>
<td>134,236,695</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$ 1,237,000,867</td>
<td>–</td>
<td>$ 821,190,819</td>
<td>$ 2,058,191,686</td>
</tr>
</tbody>
</table>
A summary of Level 3 activity for the year is as follows:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities</td>
<td>$766,836,787</td>
<td>–</td>
<td>$298,047,215</td>
<td>$1,064,884,002</td>
</tr>
<tr>
<td>U.S. Government obligations</td>
<td>110,689,781</td>
<td>–</td>
<td>–</td>
<td>110,689,781</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>81,329,586</td>
<td>–</td>
<td>–</td>
<td>81,329,586</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>–</td>
<td>–</td>
<td>414,398,618</td>
<td>414,398,618</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>240,231,068</td>
<td>–</td>
<td>–</td>
<td>240,231,068</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$1,199,087,222</td>
<td>–</td>
<td>$712,445,833</td>
<td>$1,911,533,055</td>
</tr>
</tbody>
</table>

The following table presents the investments carried on the statement of financial position by level within the valuation hierarchy as of December 31, 2008:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
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<td>$766,836,787</td>
<td>–</td>
<td>$298,047,215</td>
<td>$1,064,884,002</td>
</tr>
<tr>
<td>U.S. Government obligations</td>
<td>110,689,781</td>
<td>–</td>
<td>–</td>
<td>110,689,781</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>81,329,586</td>
<td>–</td>
<td>–</td>
<td>81,329,586</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>–</td>
<td>–</td>
<td>414,398,618</td>
<td>414,398,618</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>240,231,068</td>
<td>–</td>
<td>–</td>
<td>240,231,068</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$1,199,087,222</td>
<td>–</td>
<td>$712,445,833</td>
<td>$1,911,533,055</td>
</tr>
</tbody>
</table>

A summary of Level 3 activity for the year is as follows:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities</td>
<td>$766,836,787</td>
<td>–</td>
<td>$298,047,215</td>
<td>$1,064,884,002</td>
</tr>
<tr>
<td>U.S. Government obligations</td>
<td>110,689,781</td>
<td>–</td>
<td>–</td>
<td>110,689,781</td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>81,329,586</td>
<td>–</td>
<td>–</td>
<td>81,329,586</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>–</td>
<td>–</td>
<td>414,398,618</td>
<td>414,398,618</td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>240,231,068</td>
<td>–</td>
<td>–</td>
<td>240,231,068</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$1,199,087,222</td>
<td>–</td>
<td>$712,445,833</td>
<td>$1,911,533,055</td>
</tr>
</tbody>
</table>

E. Excise Tax and Distribution Requirements

The Foundation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code (IRC), but is subject to a 2% (1% if certain criteria are met) federal excise tax on net investment income, including realized gains, as defined in the IRC. The current excise tax is provided at 1% for 2009 and 2% for 2008. The deferred excise tax provision is calculated assuming a 2% rate and is based on the projected gains/losses that assume complete liquidation of all assets.

<table>
<thead>
<tr>
<th></th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td>Excise tax receivable</td>
<td>$(275,000)</td>
<td>$(1,101,746)</td>
</tr>
<tr>
<td>Deferred excise tax liability (asset)</td>
<td>1,412,681</td>
<td>(4,065,577)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$1,137,681</td>
<td>$5,167,323</td>
</tr>
</tbody>
</table>
Excise tax payments of $475,000 and $2,470,000 were paid in 2009 and 2008, respectively.

IRC Section 4942 requires that a private foundation make annual minimum distributions based on the value of its non-charitable use assets or pay an excise tax for the failure to meet the minimum distribution requirements. For the year ended December 31, 2009, the Foundation made qualifying distributions greater than the required minimum distribution of approximately $33.7 million. The Foundation has $14.1 million in prior year excess distributions to add to this amount, resulting in a net accumulated over-distribution of $47.8 million to be carried forward to 2010.

**F. Grants Payable**

Grants payable at December 31, 2009, are expected to be paid as follows:

<table>
<thead>
<tr>
<th>PROGRAMES</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013-14</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Civil Society</td>
<td>$11,010,774</td>
<td>$2,000,999</td>
<td>$310,000</td>
<td>$10,000</td>
<td>$13,331,773</td>
</tr>
<tr>
<td>Environment</td>
<td>5,629,375</td>
<td>1,045,625</td>
<td>50,000</td>
<td>–</td>
<td>6,725,000</td>
</tr>
<tr>
<td>Flint Area</td>
<td>9,192,888</td>
<td>10,000</td>
<td>–</td>
<td>–</td>
<td>9,202,888</td>
</tr>
<tr>
<td>Pathways Out of Poverty</td>
<td>18,684,035</td>
<td>3,673,911</td>
<td>625,000</td>
<td>25,000</td>
<td>23,007,946</td>
</tr>
<tr>
<td>Other*</td>
<td>250,000</td>
<td>–</td>
<td>–</td>
<td>–</td>
<td>250,000</td>
</tr>
<tr>
<td>Grants payable</td>
<td>44,767,072</td>
<td>6,730,535</td>
<td>985,000</td>
<td>35,000</td>
<td>52,517,607</td>
</tr>
<tr>
<td>Less: Unamortized discount</td>
<td>–</td>
<td>417,046</td>
<td>90,117</td>
<td>4,203</td>
<td>511,366</td>
</tr>
<tr>
<td></td>
<td>44,767,072</td>
<td>6,313,489</td>
<td>$894,883</td>
<td>$30,797</td>
<td>$52,006,241</td>
</tr>
</tbody>
</table>

In addition, the Foundation has also approved grants that require certain conditions to be met by the grantee. Conditional grants excluded from the Foundation's financial statements totaled $1,868,154 and $1,621,324 as of December 31, 2009 and 2008, respectively.

Grant activity for the years ended December 31, 2009 and 2008, was as follows:

<table>
<thead>
<tr>
<th>Undiscounted grants payable, January 1</th>
<th>2009</th>
<th>2008</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grants approved</td>
<td>109,065,677</td>
<td>110,264,431</td>
</tr>
<tr>
<td></td>
<td>165,059,671</td>
<td>134,237,227</td>
</tr>
<tr>
<td>Less grants paid by program:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Civil Society</td>
<td>21,686,485</td>
<td>20,530,169</td>
</tr>
<tr>
<td>Environment</td>
<td>10,686,906</td>
<td>9,281,607</td>
</tr>
<tr>
<td>Flint Area</td>
<td>43,617,257</td>
<td>20,473,509</td>
</tr>
<tr>
<td>Pathways Out of Poverty</td>
<td>33,958,505</td>
<td>25,031,921</td>
</tr>
<tr>
<td>Other*</td>
<td>2,592,911</td>
<td>2,926,027</td>
</tr>
<tr>
<td></td>
<td>112,542,064</td>
<td>78,243,233</td>
</tr>
<tr>
<td>Undiscounted grants payable, December 31</td>
<td>$52,517,607</td>
<td>$55,993,994</td>
</tr>
</tbody>
</table>

*Includes Exploratory and Special Projects, and Matching Gifts Program.*
G. Pension and Other Postretirement Benefits

The Foundation sponsors a qualified defined benefit pension plan covering substantially all employees along with an unfunded nonqualified plan for restoration of pension benefits lost due to statutory limitations imposed upon qualified plans. In addition, the Foundation sponsors an unfunded postretirement medical plan for all eligible employees. The qualified defined benefit pension plan is funded in accordance with the minimum funding requirements of the Employee Retirement Income Security Act.

Basic information is as follows:

<table>
<thead>
<tr>
<th>Amounts in ($000)</th>
<th>Pension Benefits</th>
<th>Postretirement Health-Care Benefits</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2009</td>
<td>2008</td>
</tr>
<tr>
<td>Benefit obligation at December 31</td>
<td>$ (37,412)</td>
<td>$ (33,673)</td>
</tr>
<tr>
<td>Fair value of plan assets at December 31</td>
<td>28,158</td>
<td>20,444</td>
</tr>
<tr>
<td>Funded status at December 31</td>
<td>$ (9,254)</td>
<td>$(13,229)</td>
</tr>
<tr>
<td>Amounts recognized in the statements of financial position:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Prepaid benefit included with other assets</td>
<td>$ –</td>
<td>$ –</td>
</tr>
<tr>
<td>Accrued benefit liability included with accounts payable and other liabilities</td>
<td>(9,254)</td>
<td>(13,229)</td>
</tr>
<tr>
<td>Net amount recognized</td>
<td>$ (9,254)</td>
<td>$(13,229)</td>
</tr>
<tr>
<td>Employer contributions</td>
<td>$ 3,356</td>
<td>$ 2,661</td>
</tr>
<tr>
<td>Benefit payments</td>
<td>$ (700)</td>
<td>$ (520)</td>
</tr>
<tr>
<td>Components of net periodic benefit cost:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Service cost</td>
<td>$ 1,290</td>
<td>$ 1,214</td>
</tr>
<tr>
<td>Interest cost</td>
<td>1,941</td>
<td>1,834</td>
</tr>
<tr>
<td>Expected return on assets</td>
<td>(1,667)</td>
<td>(2,316)</td>
</tr>
<tr>
<td>Amortization of net loss</td>
<td>1,225</td>
<td>69</td>
</tr>
<tr>
<td>Amortization of prior service cost</td>
<td>55</td>
<td>55</td>
</tr>
<tr>
<td>Net periodic benefit cost</td>
<td>$ 2,844</td>
<td>$ 856</td>
</tr>
</tbody>
</table>
**BENEFIT OBLIGATIONS**

The accumulated benefit obligation of the nonqualified pension plan was $3,441,653 and $2,273,002 as of December 31, 2009 and 2008, respectively. The accumulated benefit obligation of the qualified plan was $29,192,602 and $26,593,373 as of December 31, 2009 and 2008, respectively.

The assumptions used in the measurement of the Foundation’s benefit obligations and net periodic benefit costs are as follows:

<table>
<thead>
<tr>
<th></th>
<th>Pension Benefits</th>
<th>Postretirement Health-Care Benefits</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2009</td>
<td>2008</td>
</tr>
<tr>
<td>Discount rate (benefit obligation)</td>
<td>5.80%</td>
<td>5.90%</td>
</tr>
<tr>
<td>Discount rate (net periodic cost)</td>
<td>5.90%</td>
<td>6.50%</td>
</tr>
<tr>
<td>Expected return on plan assets</td>
<td>8.00%</td>
<td>8.00%</td>
</tr>
<tr>
<td>Rate of compensation increase</td>
<td>5.00%</td>
<td>5.00%</td>
</tr>
</tbody>
</table>

For measurement purposes, an initial annual rate of 9% in the per capita cost of health care was used. The rate was assumed to decrease gradually each year to an ultimate rate of 5.00% by year 2015.

**ASSET HOLDINGS**

The investment strategy is to manage investment risk through prudent asset allocation that will produce a rate of return commensurate with the plan's obligations. The Foundation’s expected long-term rate of return on plan assets is based upon historical and future expected returns of multiple asset classes as analyzed to develop a risk-free real rate of return for each asset class. The overall rate of return for each asset class was developed by combining a long-term inflation component, the risk-free real rate of return and the associated risk premium.

A summary of asset holdings in the pension plan as of December 31, 2009, is as follows:

<table>
<thead>
<tr>
<th>Asset Class</th>
<th>Percent of Assets</th>
</tr>
</thead>
<tbody>
<tr>
<td>Domestic stock</td>
<td>52.9%</td>
</tr>
<tr>
<td>International stock</td>
<td>17.1%</td>
</tr>
<tr>
<td>Real estate</td>
<td>6.0%</td>
</tr>
<tr>
<td>Debt securities</td>
<td>24.0%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>100.0%</strong></td>
</tr>
</tbody>
</table>

The following table presents the pension assets by level within the valuation hierarchy as of December 31, 2009:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities</td>
<td>$ –</td>
<td>$ 19,703,582</td>
<td>$ –</td>
<td>$ 19,703,582</td>
</tr>
<tr>
<td>Real estate</td>
<td>–</td>
<td>743,546</td>
<td>943,349</td>
<td>1,677,895</td>
</tr>
<tr>
<td>Debt securities</td>
<td>–</td>
<td>6,776,729</td>
<td>–</td>
<td>6,776,729</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$ –</td>
<td>$ 27,223,857</td>
<td>$ 943,349</td>
<td>$ 28,158,206</td>
</tr>
</tbody>
</table>

A summary of Level 3 activity for the year is as follows:

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Balance, December 31, 2008</strong></td>
<td>$ 1,365,724</td>
</tr>
<tr>
<td>Unrealized gains (losses)</td>
<td>(431,375)</td>
</tr>
<tr>
<td><strong>Balance, December 31, 2009</strong></td>
<td>$ 934,349</td>
</tr>
</tbody>
</table>
**EXPECTED CONTRIBUTIONS**

The Foundation expects to contribute $4,271,440 to its pension plans and $328,126 to its postretirement medical plan in 2010. For the unfunded plans, contributions are deemed equal to expected benefit payments.

**EXPECTED BENEFIT PAYMENTS**

The Foundation expects to pay the following amounts for pension benefits, which reflect future service as appropriate, and expected postretirement benefits, before deducting the Medicare Part D subsidy:

<table>
<thead>
<tr>
<th>Year</th>
<th>Pension Plans</th>
<th>Postretirement Health-Care Benefits</th>
<th>Postretirement Medicare Part D Subsidy</th>
</tr>
</thead>
<tbody>
<tr>
<td>2010</td>
<td>$ 1,727,400</td>
<td>$ 328,126</td>
<td>$ 22,345</td>
</tr>
<tr>
<td>2011</td>
<td>2,131,300</td>
<td>365,501</td>
<td>25,673</td>
</tr>
<tr>
<td>2012</td>
<td>2,169,200</td>
<td>420,060</td>
<td>27,921</td>
</tr>
<tr>
<td>2013</td>
<td>2,275,000</td>
<td>467,431</td>
<td>21,518</td>
</tr>
<tr>
<td>2014</td>
<td>2,351,900</td>
<td>527,189</td>
<td>24,878</td>
</tr>
<tr>
<td>2015-2019</td>
<td>13,349,300</td>
<td>3,283,915</td>
<td>249,896</td>
</tr>
</tbody>
</table>

**DEFINED CONTRIBUTION 401(K) PLAN**

In addition to the above, the Foundation maintains a 401(k) defined contribution retirement plan for all eligible employees. The Foundation matches employee contributions up to $3,000 per year. For the years ending December 31, 2009 and 2008, the Foundation contributed $225,916 and $234,204, respectively.

**H. Subsequent Events**

The Foundation evaluated its December 31, 2009, financial statements for subsequent events through July 22, 2010, the date the financial statements were available to be issued. The Foundation is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

**Administration & Investment Expenses**

<table>
<thead>
<tr>
<th></th>
<th>Administration Total</th>
<th>Investment Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2009</td>
<td>2008</td>
</tr>
<tr>
<td>Salaries</td>
<td>$ 7,395,759</td>
<td>$ 7,237,746</td>
</tr>
<tr>
<td>Other personnel costs</td>
<td>5,371,675</td>
<td>3,513,709</td>
</tr>
<tr>
<td>Operations</td>
<td>1,198,340</td>
<td>1,370,998</td>
</tr>
<tr>
<td>Professional fees</td>
<td>1,105,445</td>
<td>1,759,770</td>
</tr>
<tr>
<td>Travel and business expense</td>
<td>753,884</td>
<td>1,034,795</td>
</tr>
<tr>
<td>Publications and contract services</td>
<td>266,724</td>
<td>269,225</td>
</tr>
<tr>
<td></td>
<td>$ 16,091,827</td>
<td>$ 15,186,243</td>
</tr>
</tbody>
</table>
Trustees & Staff
Board and Committees

BOARD OF TRUSTEES*
William S. White  
Chairman
William H. Piper +  
Vice Chairman
A. Marshall Acuff Jr.
Rushworth M. Kidder
Frederick S. Kirkpatrick
Tiffany W. Lovett
Webb F. Martin
Olivia P. Maynard
John Morning
Maryanne Mott
Charlie Nelms
Douglas X. Patiño
John W. Porter
Marise M.M. Stewart
Claire M. White

AUDIT COMMITTEE
John W. Porter  
Chairman
Rushworth M. Kidder
Frederick S. Kirkpatrick
Webb F. Martin
Olivia P. Maynard
John Morning
Charlie Nelms
Douglas X. Patiño

EXECUTIVE COMMITTEE
William S. White  
Chairman
Webb F. Martin
Maryanne Mott
William H. Piper
John W. Porter

INVESTMENT COMMITTEE
William S. White  
Chairman
A. Marshall Acuff Jr.
Elizabeth T. Frank
Frederick S. Kirkpatrick
Webb F. Martin
William H. Piper

*The Members of the corporation are  

+ Serves as presiding/lead outside director.

Board and committees lists as of August 1, 2010
Officers and Staff

EXECUTIVE OFFICE
William S. White
President and
Chief Executive Officer
Jean Simi
Executive Assistant and
Corporate Assistant Secretary
*George A. Trone
Assistant to the President
and Program Officer
Lisa R. Maxwell
Senior Administrative Secretary

ADMINISTRATIVE GROUP
Phillip H. Peters
Group Vice President -
Administration
and Secretary/Treasurer

ADMINISTRATIVE SERVICES
Gregory S. Hopton
Accounting Manager
Leslie Berent
Senior Accountant
Rebecca Burns
Administrative Accountant
Debra L. Cormier
Payroll Administrator
Annette M. Chamberlain
Administrative Secretary
Kim R. McDonald
Jill A. Powell
Word Processors
Teresa A. Littlejohn
Receptionist
Debra E. Bullen
Building Manager
Billy M. Powell
Building Operations Supervisor
Gilbert Medrano
Larry M. Stein
Building Operations Assistants

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Mary A. Gailbreath
Director, Grants Administration
and Assistant Treasurer
*Jimmy L. Krause
Director, Grants Administration
and Assistant Treasurer
Frederick L. Kump
Grants Financial Analyst and
Program Officer
Cindy S. Compeau
S. Renee Jackson
Grants Accountants
Mary Beth Smith
Administrative Secretary,
Program Review Committee
Jean M. Bamberg
Administrative Assistant
Deborah K. Reid
Secretary

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Human Resources Manager
Ona Kay Goza
Administrative Secretary

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Vice President - Information
Services
*Ryburn L. (John) Brown
Manager, Information Services
Michael L. Wright
Senior Systems Engineer
Linda L. Davidson
User Coordinator
Eve C. Brown
Librarian
Glen A. Birdsall
Associate Librarian
Julie A. Scapelliti
Secretary/Help Desk Coordinator

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Vice President - Investments
and Chief Investment Officer
Jay C. Flaherty
Cheryl Garneau
Stephen A. McGratty
Stephen W. Vessells
Investment Managers
Laura R. Bechard
Investment Office Administrator
and IS Coordinator
Alicia T. Aguilar
Assistant Investment Administrator
Monica R. Smartt
Administrative Secretary
Laura D. Franco
Administrative Assistant

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Maureen H. Smyth
Senior Vice President - Programs
and Communications
Ruth M. Woodruff
Administrative Secretary

PROGRAMS
Civil Society
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Central/Eastern Europe
and Russia
J. Walter Veirs
Regional Director
Vera Dakova
Ross Maclaren
Program Officers
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Secretary
South Africa
Vuyiswa V. Sidzumo
Director, South Africa
Lydia Molapo
Administrative Secretary
United States and Special
Initiatives - International
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Kimberly S. Roberson
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Diane M. Gildner
Secretary
Environment
Samuel B. Passmore
Program Director
Amy C. Shannon
Sandra N. Smithey
Program Officers
Jumana Z. Vasi
Associate Program Officer
Sandra J. Smith
Judy L. Wallace
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Program Director
Ridgway H. White
Program Officer
Shannon E. Polk
Associate Program Officer
Tiffany J. Cole-Stitt
Program Assistant
Wynette L. Adamson
Secretary
Pathways Out of Poverty

Jack A. Litzenberg
Interim Program Director

*An-Me Chung
Christine A.W. Doby
Benita D. Melton
Yazeed A. Moore
Program Officers

Megan Russell Johnson
*Alissa M. Talley
Program Assistants

Christine L. Anderson
Crystal L. Bright
Delia Cappel
Secretaries

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Vice President - Communications

*Marilyn Stein LeFeber
Vice President - Communications

Duane M. Elling
Maggie I. Jaruzel-Potter
Communications Officers

Ann F. Richards
Communications Officer - New Media

Peggy A. Harrington
Associate Communications Officer - New Media

Teri L. Chambray
Administrative Secretary

J. Gay McArthur
Secretary

LOANED STAFF

Karen B. Aldridge-Eason
Foundation Liaison, Office of Gov. Jennifer M. Granholm, State of Michigan (formerly Program Director, Flint Area program)

CONTRACT EMPLOYEES/CONSULTANTS

Vyacheslav Bakhmin, Civil Society program (Russia)

Linda Helstowski, Environment program

Joumana M. Klanseck, Information Services

Jeanette R. Mansour, Programs

Beth Millemann, Environment program

Dorothy Reynolds, Civil Society program

Svitlana Suprun, Civil Society program (Belarus, Moldova, Ukraine)

Darlene F. Wood, Administration

*No longer with the Foundation
1 Shared with Flint Area program
2 Shared with Pathways Out of Poverty program
3 Shared with Civil Society and Flint Area programs
4 Shared with South Africa office
5 Shared with Flint Area and Pathways Out of Poverty programs
6 Shared with Civil Society, Flint Area and Pathways Out of Poverty programs

Staff list as of August 1, 2010
PRODUCTION CREDITS

Graphic Design and Production
Olmsted Associates, Inc., Flint, Michigan