ON THE COVER  clockwise from the top

Since 2015, students across South Africa have protested proposed increases in education fees, which many fear will prevent lower-income students from attending university. Mott’s Civic Space work aims to ensure that people all over the world have the opportunity to make their voices heard. Photo Credit: Tony Carr

The Capitol Theatre is once again attracting audiences to downtown Flint, Michigan. Restoration of the historic venue was funded, in part, by the Mott Foundation. Photo Credit: Mark Nader

A growing number of communities are using wetlands, like this one in Milwaukee, to reduce the volume of polluted storm water flowing into the Great Lakes. Protecting the lakes is a cornerstone of Mott’s Environment work. Photo Credit: Ivan LaBianca

An AmeriCorps member helps a young student with his reading. Mott’s support for national service helps people and communities meet a variety of educational, social and economic needs. Photo Credit: Cristina Wright
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You may notice that the Charles Stewart Mott Foundation’s 2017 Annual Report is a bit shorter than previous versions. That doesn’t mean we have less to say regarding the issues we care about or the work we support in our hometown of Flint and around the world.

On the contrary, we want to share even more information with you — but we’re going to do it differently. Instead of producing a lengthy annual report, we’ll provide more updates throughout the year and share them via our website, e-newsletters and social media.

The bottom line: you’ll be hearing from us more often — and in a timelier way — as we transition to a digital-first approach. We believe this will make our communications more relevant and accessible, while sparing trees and reducing our carbon footprint.

In this new format, we’re pleased to share highlights of 2017 work from our four grantmaking programs:

Flint students attended an event that kicked off an afterschool partnership between Jazz at Lincoln Center and the Mott Foundation.

Students at Educare Flint welcomed visitors to the school’s grand opening celebration.
FLINT AREA
In the second year of Mott’s five-year, $100 million commitment to help our hometown recover and rise from the Flint water crisis, we awarded more than $34 million in related grants. That total included nearly $15 million to strengthen the local education continuum — from cradle to college and career. The most significant milestone of this work was the opening of Educare Flint. In addition to directly serving up to 220 students, this new state-of-the-art early childhood school will collaborate with other programs and partners to help provide more of our city’s youngest residents with high-quality, year-round early childhood education. Furthermore, this work has the potential to reach beyond Flint by serving as a model for other communities and informing state and federal policies on early learning. Also in 2017, we granted $8.4 million to help reignite the economic revitalization that was underway in Flint before the water crisis hit. This included support for an ambitious project that will transform a nearly two-mile stretch of the Flint River, creating new recreational opportunities that will draw residents and visitors to the heart of the city. Finally, reflecting Mott’s larger body of grantmaking in Flint, we joined residents at year’s end to celebrate the historic restoration and grand reopening of a beloved community jewel, The Capitol Theatre.

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EDUCATION
At the national level, one of the more exciting developments in 2017 was the forging of a partnership between Jazz at Lincoln Center and the Mott Foundation. Through Mott’s 50-state afterschool network, this and other partnerships soon to follow will bring exciting new content to young people in afterschool programs nationwide. Our efforts to stimulate interest and investments in children’s savings accounts also are taking root. Over 40 new programs were launched between 2012 and 2017, enabling more families to raise their children’s expectations for academic achievement and save for college or technical training. Closer to home, the Flint National Service Accelerator has become a model for ways in which AmeriCorps and Senior Corps members across the country can enhance school and community service.

CIVIL SOCIETY
In 2017, the world witnessed increasing efforts to suppress civic engagement as governments around the globe adopted restrictive laws that challenged basic freedoms and stifled the voice of the independent sector. An alarming resurgence in nationalism, xenophobia, intolerance and inequality has been making it more difficult for people and organizations to find space to operate freely and openly. That prompted us to take a hard look at Mott’s Civil Society Program to ensure that we can respond to changing dynamics while still achieving impact. We spent much of 2017 developing a new plan that focuses on addressing the closing space for civic participation, helping community foundations find local solutions to global problems, and promoting access to justice for billions of people who are excluded from understanding and using the law to advance their own well-being and that of their communities.
ENVIRONMENT

For more than three decades, the Mott Foundation has been part of the philanthropic community working to restore and protect the Great Lakes. With support from Mott, nonprofit organizations educate citizens and policymakers about the critical importance of protecting the largest source of surface freshwater on the planet. They also conduct and share research regarding the actions and policies that will most effectively protect the health of the Great Lakes ecosystem. We believe those efforts contributed to Congress’ decision in 2017 to continue funding the Great Lakes Restoration Initiative, a program that addresses the worst threats facing the lakes. On the international front, grantees celebrated the World Bank’s decision to stop funding oil and gas extraction projects that contribute to climate change. Looking to the future, Mott-funded groups joined a unique coalition of partners from the faith, finance and international development communities to kick off Shine, a global campaign to provide clean, reliable energy to all people by 2030. Currently, nearly 1 billion people in developing countries lack access to clean energy. Mott and our grantees are working to change that.

The Mott Foundation values transparency in philanthropy. That’s why we’ll continue to publish lists of all the grants we make in a year, a summary of our assets, statements of financial position and activities, and a list of our trustees and staff. You’ll find all of that in the pages that follow.

To stay connected to the work of the Foundation and our grantees as it happens, visit our website, sign up for our newsletters and follow us on Facebook, Twitter, Instagram, YouTube and LinkedIn.

What’s most important to know is that Mott’s entire leadership team, our staff at every level and our grantees remain deeply engaged on major issues of the day — in Flint, across the United States and around the world. And we look forward to sharing more stories of that work, which we hope will inspire additional efforts to promote a just, equitable and sustainable society.

William S. White, Chairman
Charles Stewart Mott Foundation
Board of Trustees

Ridgway H. White, President and CEO
Charles Stewart Mott Foundation

PHOTO CREDIT: RICK SMITH

The Old Baldy sand dune is among the protected gems found at Arcadia Dunes: The C.S. Mott Nature Preserve.
FOUNDATION
OVERVIEW
"It seems to me that every person, always, is in a kind of informal partnership with his community. His own success is dependent to a large degree on that community, and the community, after all, is the sum total of the individuals who make it up. The institutions of a community, in turn, are the means by which those individuals express their faith, their ideals and their concern for fellow men. … So broad and so deep are the objectives of the Mott Foundation that they touch almost every aspect of living, increasing the capacity for accomplishment, the appreciation of values and the understanding of the forces that make up the world we live in. In this sense, it may truly be called a Foundation for Living — with the ultimate aim of developing greater understanding among men.

"We recognize that our obligation to fellow men does not stop at the boundaries of the community. In an even larger sense, 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)
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 our grantmaking, the Foundation has refined and broadened our grantmaking over time to reflect changing national and world conditions.

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

Inherent in all of Mott’s grantmaking is the desire to enhance the capacity of individuals, families or institutions at the local level and beyond. We hope our collective work in any program area will lead toward systemic change.

**OUR VALUES**

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**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:**

- Acting honestly, truthfully and with integrity in all our transactions and dealings;
- Avoiding conflicts of interest;
- Appropriately handling actual or apparent conflicts of interest in our relationships;
- Treating our grantees fairly;
- Treating every individual with dignity and respect;
- Treating our employees with respect, fairness and good faith and providing conditions of employment that safeguard their rights and welfare;
- Being a good corporate citizen and complying with both the spirit and the letter of the law;
- Acting responsibly toward the communities in which we work and for the benefit of the communities that we serve;
- Being responsible, transparent and accountable for all of our actions; and
- Improving the accountability, transparency, ethical conduct and effectiveness of the nonprofit field.

**CHARLES STEWART MOTT**, who established his 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 Whaley Children’s Center, as well as chapters of the YMCA and Boy Scouts, 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 Mott’s 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 our home city.
OUR WORK

Our Vision: The Charles Stewart Mott Foundation affirms our 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.”

Our Mission: To support efforts that promote a just, equitable and sustainable society.

Our Programs: We pursue our vision and mission by making grants through four program teams, as well as by supporting exploratory and special projects. You’ll find more information about the specific objectives of each program area in the Programs & Grants section of this report.

CIVIL SOCIETY

Purpose: To help foster engaged, empowered and equitable communities throughout the world.

PROGRAM AREAS:
- Strengthening Civic Space
- Enhancing Community Philanthropy
- Increasing Access to Justice
- Special Initiatives

EDUCATION

Purpose: To expand opportunities for children and youth to succeed in school, work and, ultimately, life.

PROGRAM AREAS:
- Advancing Afterschool
- Graduating High School College & Career Ready
- Youth Engagement
- Special Initiatives

ENVIRONMENT

Purpose: To support programs around the world that protect communities and the ecosystems upon which they depend.

PROGRAM AREAS:
- Addressing the Freshwater Challenge
- Transforming Development Finance
- Advancing Climate Change Solutions
- Special Initiatives

FLINT AREA

Purpose: To help our hometown of Flint solve problems, create opportunities and build a vibrant future for the community and its residents.

PROGRAM AREAS:
- Revitalizing the Education Continuum
- Enriching Lives Through Arts and Culture
- Restoring Community Vitality
- Meeting Evolving Community Needs

EXPLORATORY AND SPECIAL PROJECTS

Purpose: To support unusual or unique opportunities addressing significant national and international problems. Proposals are by invitation only. Unsolicited proposals are discouraged.
CIVIL SOCIETY OVERVIEW

To help foster engaged, empowered and equitable communities throughout the world, we make grants in the following areas:

STRENGTHENING CIVIC SPACE

**GOAL:** Promote, protect and reinvigorate the space for civic engagement.

**OBJECTIVES:**
- **Advocacy and Outreach:** We support effective advocacy and outreach to help strengthen the policy environment for civil society.
- **Research and Innovation:** We support research, policy analysis and innovative practices that help advance civil society development.

ENHANCING COMMUNITY PHILANTHROPY

**GOAL:** Support the development of community foundations that foster just, equitable and sustainable societies.

**OBJECTIVES:**
- **Expansion and Development:** We are working to expand and strengthen the community foundation field in Africa, Europe and Latin America.
- **Effectiveness and Leadership:** We are helping community foundations advance progress toward achieving the United Nations’ Sustainable Development Goals at the local level.

INCREASING ACCESS TO JUSTICE

**GOAL:** Promote social equity in communities by increasing access to justice.

**OBJECTIVES:**
- **Development and Expansion:** We strive to build the capacity of community-based paralegal organizations in selected countries.
- **Networking and Learning:** We work to foster regional and global learning, networking and collaboration within the access to justice community.

SPECIAL INITIATIVES

**GOAL:** Advance the Civil Society program mission by ensuring flexibility and responsiveness.

Note: The preceding overview of Mott’s Civil Society Program reflects program areas, goals and objectives that were approved by the Foundation’s board of trustees in March 2018. Because 2017 grants were awarded under an earlier framework shown on the next page, the grants listed on pages 13-15 are categorized according to that framework.
Central/Eastern Europe

SOUTHEAST EUROPE
Ana and Vlade Divac Foundation
Belgrade, Serbia
$250,000 – 24 mos.
General purposes

Association for Community Relations
Cluj-Napoca, Romania
$450,000 – 36 mos.
Community Foundation Development Program

Community Foundation Slagalica
Osijek, Croatia
$75,000 – 24 mos.
General purposes

Community Volunteers Foundation
Istanbul, Turkey
$200,000 – 24 mos.
YouthBank development in Turkey

Documenta
Zagreb, Croatia
$250,000 – 30 mos.
General purposes

Foundation-Administered Project
$83,013
Community-based approaches to inclusion of migrants, refugees and internally displaced people

Hrant Dink Foundation
Istanbul, Turkey
$200,000 – 24 mos.
General purposes

Humanitarian Law Center
Belgrade, Serbia
$400,000 – 36 mos.
General purposes

Ideas Factory Association
Sofia, Bulgaria
$210,000 – 36 mos.
Hub for agents of social change

Initiative for Progress
Ferizaj, Kosovo
$50,000 – 17 mos.
School of Activism

International Association “Interactive Open Schools”
Tuzla, Bosnia and Herzegovina
$100,000 – 36 mos.
General purposes

Mozaiød Foundation
Sarajevo, Bosnia and Herzegovina
$250,000 – 24 mos.
General purposes

Romanian Environmental Partnership Foundation
Miercurea-Cuic, Romania
$1,140,000 – 60 mos.
Long-term sustainability of community foundations in Romania

Romanian Federation of Community Foundations
Cluj-Napoca, Romania
$120,000 – 24 mos.
General purposes

Third Sector Foundation of Turkey
Karakoy, Turkey
$200,000 – 24 mos.
Philanthropy infrastructure development in Turkey

Trag Foundation
Belgrade, Serbia
$250,000 – 24 mos.
General purposes

Workshop for Civic Initiatives Foundation
Sofia, Bulgaria
$300,000 – 36 mos.
General purposes

Youth Communication Center – Banja Luka
Banja Luka, Bosnia and Herzegovina
$140,000 – 24 mos.
General purposes

Youth Initiative for Human Rights
Belgrade, Serbia
$140,000 – 24 mos.
General purposes

Youth Initiative for Human Rights – Croatia
Zagreb, Croatia
$70,000 – 24 mos.
General purposes

YouthBuild USA
Somerville, MA
$400,000 – 24 mos.
YouthBuild in southeast Europe

Subtotal: $5,538,013
Southeast Europe

WESTERN FORMER SOVIET UNION
Centre for Society Research
Kyiv, Ukraine
$125,000 – 24 mos.
Strengthening civic participation in Ukrainian cities
### CEE REGIONAL

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<tr>
<th>Program Area</th>
<th>Total</th>
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<tbody>
<tr>
<td>Community Law and Rural Development Centre</td>
<td>$100,000 – 24 mos. General purposes</td>
</tr>
<tr>
<td>Democracy Development Programme</td>
<td>$100,000 – 30 mos. Training of local government councillors and communities in KwaZulu-Natal</td>
</tr>
<tr>
<td>Education and Training Unit</td>
<td>$75,000 – 24 mos. Materials development and website management for paralegal training</td>
</tr>
<tr>
<td>Foundation-Administered Project</td>
<td>$27,674 Access to justice learning</td>
</tr>
<tr>
<td>Hlanganisa Institute of Development</td>
<td>$230,000 – 24 mos. Multi-agency grants initiative: advice office regranting project</td>
</tr>
<tr>
<td>Legal Resources Trust</td>
<td>$150,000 – 24 mos. Legal support services for nonprofit organizations</td>
</tr>
<tr>
<td>National Alliance for the Development of Community Advice Offices</td>
<td>$155,000 – 24 mos. Community advice office sustainability project</td>
</tr>
<tr>
<td>Project for Conflict Resolution &amp; Development</td>
<td>($90,000) Adjustment to previous grant</td>
</tr>
<tr>
<td>Rural Legal Trust</td>
<td>$50,000 – 12 mos. Advice office program</td>
</tr>
<tr>
<td>Trust for Community Outreach and Education</td>
<td>$100,000 – 24 mos. General purposes</td>
</tr>
<tr>
<td>Umtapo Centre</td>
<td>$150,000 – 24 mos. General purposes</td>
</tr>
<tr>
<td>University of Cape Town</td>
<td>$150,000 – 10 mos. Access to justice and judiciary</td>
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<tr>
<td>University of the Western Cape</td>
<td>$100,000 – 24 mos. Community Law Center – multi-level government initiative</td>
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### South Africa

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### United States

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### PHILANTHROPY DEVELOPMENT

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<thead>
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<th>Program Area</th>
<th>Total</th>
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</thead>
<tbody>
<tr>
<td>Charities Aid Foundation</td>
<td>$1,997,674 Community Advice Office Sector</td>
</tr>
<tr>
<td>Southern Africa</td>
<td>$100,000 – 24 mos. General purposes</td>
</tr>
</tbody>
</table>

### SPECIAL OPPORTUNITIES

<table>
<thead>
<tr>
<th>Program Area</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constitution Hill Trust</td>
<td>$500,000 – 15 mos. Memory center in Constitution Hill Museum</td>
</tr>
<tr>
<td>Southern African NGO Network</td>
<td>$75,000 – 12 mos. NGO Pulse and Prodder</td>
</tr>
</tbody>
</table>

### NONPROFIT SECTOR RESPONSIVENESS

<table>
<thead>
<tr>
<th>Program Area</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Aspen Institute</td>
<td>$75,000 – 12 mos. Nonprofit data project</td>
</tr>
<tr>
<td>BoardSource</td>
<td>$75,000 – 12 mos. General purposes</td>
</tr>
</tbody>
</table>
Council of Michigan Foundations  
Grand Haven, MI  
$245,000 – 24 mos.  
General purposes

Council on Foundations  
Arlington, VA  
$60,000 – 24 mos.  
General purposes

Exponent Philanthropy  
Washington, DC  
$100,000 – 36 mos.  
General purposes

Foundation Center  
New York, NY  
$500,000 – 48 mos.  
Building the future of philanthropy

Foundation-Administered Project  
$123,624  
Office of Foundation Liaison

Grand Valley State University  
Allendale, MI  
$40,000 – 12 mos.  
LearnPhilanthropy

Independent Sector  
Washington, DC  
$300,000 – 24 mos.  
General purposes

Indiana University  
 Indianapolis, IN  
$75,000 – 16 mos.  
Philanthropy panel study

Johns Hopkins University  
Baltimore, MD  
$150,000 – 21 mos.  
Nonprofit employment data project

National Center on Philanthropy and the Law  
New York, NY  
$50,000 – 12 mos.  
General purposes

National Council of Nonprofits  
Washington, DC  
$275,000 – 24 mos.  
General purposes

Philanthropy Roundtable  
Washington, DC  
$60,000 – 24 mos.  
General purposes

Puerto Rico Foundations Network  
San Juan, PR  
$50,000 – 16 mos.  
Strengthening Puerto Rico’s philanthropy infrastructure

Urban Institute  
Washington, DC  
$100,000 – 24 mos.  
Tax policy and charities project

Subtotal: $2,278,624  
Nonprofit Sector Responsiveness

COMMUNITY PHILANTHROPY

CFLeads  
Accord, MA  
$200,000 – 24 mos.  
General purposes

Council of Michigan Foundations  
Grand Haven, MI  
$295,000 – 35 mos.  
Community foundations and clean energy in Michigan

Subtotal: $495,000  
Community Philanthropy

SPECIAL OPPORTUNITIES

Center for Disaster Philanthropy  
Washington, DC  
$250,000 – 12 mos.  
Hurricane Harvey and other 2017 natural disasters relief

Subtotal: $250,000  
Special Opportunities

Program Area Total: $3,023,624  
United States

Global Philanthropy and Nonprofit Sector

PHILANTHROPY AND NONPROFIT SECTOR

Alliance Publishing Trust  
London, England  
$130,000 – 24 mos.  
General purposes

CIVICUS: World Alliance for Citizen Participation  
Washington, DC  
$200,000 – 24 mos.  
General purposes

Council on Foundations  
Arlington, VA  
$200,000 – 18 mos.  
Global philanthropy program

East-West Management Institute  
New York, NY  
$80,000 – 18 mos.  
Philanthropication through privatization initiative

European Foundation Centre  
Brussels, Belgium  
$100,000 – 12 mos.  
Global Fund for Community Foundations

Subtotal: $1,740,000  
Philanthropy and Nonprofit Sector

SPECIAL OPPORTUNITIES

Center for Strategic & International Studies  
Washington, DC  
$200,000 – 14 mos.  
Building sustainable civil society in the 21st century

European Foundation Centre  
Brussels, Belgium  
$20,000 – 12 mos.  
Funders’ forum on sustainable cities

International Academy for Innovative Pedagogy, Psychology and Economy gGmbH  
Berlin, Germany  
$200,000 – 24 mos.  
Youth empowerment partnership program

Subtotal: $420,000  
Special Opportunities

Program Area Total: $2,160,000  
Global Philanthropy and Nonprofit Sector

Program Total: $16,154,311  
Civil Society
To expand opportunities for children and youth to succeed in school, work and, ultimately, life, we make grants in the following areas:

**ADVANCING AFTERSCHOOL**

**GOAL:** Promote access to quality afterschool educational opportunities.

**OBJECTIVES:**
- **Building an Afterschool Infrastructure:** Our grants support a national infrastructure of organizations dedicated to increasing the quality of afterschool programs for children, youth and families.
- **Fostering Afterschool Policy:** Our funding supports the development of effective policies and partnerships to increase quality afterschool programs for children, youth and families.
- **Improving Afterschool Quality & Innovation:** Our grantmaking advances research and exemplary models that increase student engagement in learning and prepare students for college and career.

**GRADUATING HIGH SCHOOL COLLEGE & CAREER READY**

**GOAL:** Increase high school graduation and college and career readiness outcomes for youth.

**OBJECTIVES:**
- **Expanding Quality Programs:** Our funding supports efforts to expand quality college and career readiness programming through the afterschool infrastructure.
- **Advancing Innovations:** Our funding seeks to broaden the implementation of and investment in innovative college and career readiness strategies.

**YOUTH ENGAGEMENT**

**GOAL:** Advance strategies that lead to greater and more meaningful youth participation in schools, communities and the economy.

**OBJECTIVES:**
- **Youth Entrepreneurship:** We seek to expand entrepreneurial education and experiences for youth in low- and moderate-income communities.
- **Engaging Youth Through Service:** We seek to increase youth engagement in the K-12 system through service.

**SPECIAL INITIATIVES**

**GOAL:** Maintain the Foundation’s flexibility to respond to new strategies, unique opportunities and changing social, economic and political contexts.

Note: The preceding overview of Mott’s Education Program reflects program areas, goals and objectives that were approved by the Foundation’s board of trustees in June 2017. Because 2017 grants were awarded under an earlier framework shown on the next page, the grants listed on pages 17-19 are categorized according to that framework.
Advancing Afterschool

BUILDING AN AFTERSCHOOL INFRASTRUCTURE

Afterschool Alliance
Washington, DC
$335,000 – 12 mos.
VISTA project

After-School All-Stars
Los Angeles, CA
$112,500 – 18 mos.
Nevada statewide afterschool network

Alaska Children’s Trust
Anchorage, AK
$200,000 – 24 mos.
Afterschool policy and system-building initiative

Arkansas State University
Jonesboro, AR
$225,000 – 36 mos.
Arkansas statewide afterschool network

Auburn University
Auburn, AL
$100,000 – 36 mos.
Alabama statewide afterschool network

Children’s Services Council of Florida
Tallahassee, FL
$225,000 – 36 mos.
Florida statewide afterschool network

Collaborative Communications Group
Washington, DC
$1,925,000 – 24 mos.
Supporting national network of statewide afterschool networks

Colorado Nonprofit Development Center
Denver, CO
$225,000 – 36 mos.
Colorado statewide afterschool network

Connecticut After School Network
Branford, CT
$200,000 – 24 mos.
Afterschool policy and system-building initiative

Foundation-Administered Project
$180,000
Advancing afterschool technical assistance
$145,000 – 12 mos.
Afterschool technical assistance collaborative and statewide afterschool networks

FowlerHoffman
Richmond, CA
$500,000 – 24 mos.
Supporting statewide afterschool networks

Fund for Educational Excellence
Baltimore, MD
$200,000 – 24 mos.
Afterschool policy and system-building initiative

Indiana Afterschool Network Inc.
Indianapolis, IN
$190,000 – 24 mos.
Afterschool policy and system-building initiative

Jannus Inc.
Boise, ID
$225,000 – 36 mos.
Idaho statewide afterschool network

Marshfield Clinic Inc.
Marshfield, WI
$200,000 – 24 mos.
Afterschool policy and system-building initiative

Metropolitan Family Services
Chicago, IL
$225,000 – 36 mos.
Illinois statewide afterschool network

Nebraska Children and Families Foundation
Lincoln, NE
$191,048 – 24 mos.
Afterschool policy and system-building initiative

Oregon Association for the Education of Young Children
Gladstone, OR
$180,000 – 24 mos.
Afterschool policy and system-building initiative

Public School Forum of North Carolina
Raleigh, NC
$225,000 – 36 mos.
North Carolina statewide afterschool network

Rural Dynamics Inc.
Great Falls, MT
$225,000 – 36 mos.
Montana statewide afterschool network

USAID’s Accelerated Reform in Early Education and Training (AREET) Program

EDUCATION 2017 GRANT ACTIVITY

<table>
<thead>
<tr>
<th>ADVANCING AFTERSCHOOL</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Building an Afterschool Infrastructure</td>
<td>$8.909</td>
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<tr>
<td>Fostering Afterschool Policy</td>
<td>$3.916</td>
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<tr>
<td>Improving Afterschool Quality &amp; Innovation</td>
<td>$3.169</td>
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<table>
<thead>
<tr>
<th>GRADUATING HIGH SCHOOL COLLEGE &amp; CAREER READY</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
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<tbody>
<tr>
<td>Advancing Innovations</td>
<td>$2.769</td>
<td>10</td>
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<table>
<thead>
<tr>
<th>YOUTH ENGAGEMENT</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
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</thead>
<tbody>
<tr>
<td>Youth Entrepreneurship</td>
<td>$1.899</td>
<td>5</td>
</tr>
<tr>
<td>Engaging Youth Through Service</td>
<td>$1.100</td>
<td>5</td>
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<table>
<thead>
<tr>
<th>SPECIAL INITIATIVES</th>
<th>GRANT DOLLARS (in millions)</th>
<th>NUMBER OF GRANTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Special Opportunities</td>
<td>$1.430</td>
<td>4</td>
</tr>
<tr>
<td>Microenterprise</td>
<td>$0.200</td>
<td>1</td>
</tr>
<tr>
<td>TOTALS</td>
<td>$23.392</td>
<td>77</td>
</tr>
</tbody>
</table>
South Carolina Afterschool Alliance
Columbia, SC
$225,000 – 36 mos.
South Carolina statewide afterschool network

Southeastern Regional Education Service Center Inc.
Bedford, NH
$225,000 – 36 mos.
New Hampshire statewide afterschool network

Texas Partnership for Out of School Time
Austin, TX
$225,000 – 36 mos.
Texas statewide afterschool network

United Way of Rhode Island
Providence, RI
$225,000 – 36 mos.
Rhode Island statewide afterschool network

United Ways of Tennessee
Franklin, TN
$225,000 – 36 mos.
Tennessee statewide afterschool network

University of Hawaii
Honolulu, HI
$225,000 – 36 mos.
Hawaii statewide afterschool network

University of Kansas Center for Research Inc.
Lawrence, KS
$225,000 – 36 mos.
Kansas statewide afterschool network

University of Missouri – Columbia
Columbia, MO
$225,000 – 36 mos.
Missouri statewide afterschool network

University of Southern Maine
Portland, ME
$225,000 – 36 mos.
Maine statewide afterschool network

Voices for Georgia’s Children
Atlanta, GA
$200,000 – 24 mos.
Afterschool policy and system-building initiative

Subtotal: $8,908,548
Building an Afterschool Infrastructure

FOSTERING AFTERSCHOOL POLICY

Afterschool Alliance
Washington, DC
$2,700,000 – 12 mos.
General purposes

Collaborative Communications Group
Washington, DC
$400,000 – 12 mos.
Integrating afterschool and school-community partnerships

ArtsConnection
New York, NY
$30,000 – 12 mos.
Teen reviewers and critics program

Children’s Aid Society
New York, NY
$300,000 – 24 mos.
Afterschool and community schools initiative

Subtotal: $3,916,000
Fostering Afterschool Policy

IMPROVING AFTERSCHOOL QUALITY & INNOVATION

American Youth Policy Forum
Washington, DC
$125,000 – 12 mos.
Integrating afterschool and school-community partnerships

LA’s BEST
Los Angeles, CA
$100,000 – 24 mos.
General purposes

In 1998, Mott entered into a unique public-private partnership with the U.S. Department of Education to pilot, test and expand the 21st Century Community Learning Centers initiative. Today, 21st CCLC programs like this one in Fairbanks, Alaska, serve more than 1.7 million children each year.
<table>
<thead>
<tr>
<th>Program Area</th>
<th>Program Total:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Advancing Innovations</td>
<td>$2,769,674</td>
</tr>
<tr>
<td>Special Opportunities</td>
<td>$1,430,128</td>
</tr>
</tbody>
</table>

### Youth Engagement

**YOUTH ENTREPRENEURSHIP**

- **Aspen Institute**
  - Washington, DC
  - $400,000 – 18 mos.
  - Opportunity youth entrepreneurship initiative

- **Community Foundation for Southeast Michigan**
  - Detroit, MI
  - $750,000 – 126 mos.
  - New Economy Initiative for Southeast Michigan

- **Network for Teaching Entrepreneurship**
  - New York, NY
  - $400,000 – 30 mos.
  - Gateway to youth entrepreneurship program

- **VentureLab**
  - San Antonio, TX
  - $348,875 – 18 mos.
  - Youth entrepreneurship curriculum for afterschool programs

### Special Initiatives

**SPECIAL OPPORTUNITIES**

- **Editorial Projects in Education**
  - Bethesda, MD
  - $400,000 – 36 mos.
  - Promoting learning opportunities and supports for youth

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

- **Harlem Children's Zone**
  - New York, NY
  - $150,000 – 12 mos.
  - General purposes

- **Michigan State University**
  - East Lansing, MI
  - $130,128 – 12 mos.
  - Michigan at a Crossroads policy guide

### MICROENTERPRISE

- **Association for Enterprise Opportunity**
  - Washington, DC
  - $200,000 – 12 mos.
  - General purposes

### Program Area Total: $1,630,128

<table>
<thead>
<tr>
<th>Program Total:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Special Initiatives</td>
</tr>
</tbody>
</table>

---

**Foundations Inc.**
- Mt. Laurel, NJ
- $75,000 – 12 mos.
- 21st Century Community Learning Centers Institute

**Illinois State Board of Education**
- Chicago, IL
- $300,000 – 24 mos.
- Collaboration for healthy and thriving students

**Marquette University**
- Milwaukee, WI
- $200,000 – 12 mos.
- Study on afterschool access and participation

**McLean Hospital**
- Belmont, MA
- $200,000 – 12 mos.
- Increasing science, technology, engineering and math in afterschool

**Pacific Science Center**
- Seattle, WA
- $100,000 – 9 mos.
- Science, technology, engineering and math fellowship

**STEM Next Opportunity Fund**
- San Diego, CA
- $730,000 – 12 mos.
- Increasing science, technology, engineering and math in afterschool

**Synergy Enterprises Inc.**
- Silver Spring, MD
- $250,000 – 6 mos.
- 21st Century Community Learning Centers summer institute

**Third Sector New England**
- Boston, MA
- $34,200 – 13 mos.
- Afterschool evaluation and dissemination project

**Tides Foundation**
- San Francisco, CA
- $300,000 – 24 mos.
- Campaign for grade-level reading

**University of California – Irvine**
- Irvine, CA
- $525,000 – 24 mos.
- Impact of program and practice characteristics on participant outcomes

**University of California – Irvine**
- San Diego, CA
- $303,000 – 12 mos.
- Expanding child savings accounts for educational success and lifelong asset building

**Washington University**
- St. Louis, MO
- $300,000 – 24 mos.
- Expanding child savings accounts for educational success and lifelong asset building

**American’s Service Commissions**
- Washington, DC
- $250,000 – 24 mos.
- Expanding afterschool opportunities through national service

**City Year Inc.**
- Boston, MA
- $50,000 – 18 mos.
- Service education and outreach project

**National Youth Leadership Council**
- St. Paul, MN
- $400,000 – 24 mos.
- Afterschool and service-learning initiative

**United Way of Genesee County**
- Flint, MI
- $100,000 – 9 mos.
- National service and volunteer center capacity building

**Youth Service America**
- Washington, DC
- $300,000 – 12 mos.
- Engaging youth in service

**Special Initiatives**

**SPECIAL OPPORTUNITIES**

- **Editorial Projects in Education**
  - Bethesda, MD
  - $400,000 – 36 mos.
  - Promoting learning opportunities and supports for youth

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

- **Harlem Children's Zone**
  - New York, NY
  - $150,000 – 12 mos.
  - General purposes

- **Michigan State University**
  - East Lansing, MI
  - $130,128 – 12 mos.
  - Michigan at a Crossroads policy guide

**Microenterprise**

- **Association for Enterprise Opportunity**
  - Washington, DC
  - $200,000 – 12 mos.
  - General purposes

**Program Total: $23,392,425**

---

**Graduating High School College & Career Ready**

**ADVANCING INNOVATIONS**

- **Brandes University**
  - Waltham, MA
  - $435,000 – 24 mos.
  - Assets evaluation and data collection project

- **CFLeads**
  - Accord, MA
  - $300,000 – 12 mos.
  - Children's savings account strategies for community foundations

- **City and County of San Francisco**
  - San Francisco, CA
  - $304,674 – 24 mos.
  - Kindergarten to college program

- **Civic Nation**
  - Washington, DC
  - $325,000 – 24 mos.
  - College promise campaign

- **Commonwealth**
  - Boston, MA
  - $85,000 – 15 mos.
  - Flint children's savings account feasibility study

- **National College Access Network**
  - Washington, DC
  - $270,000 – 36 mos.
  - Linking children's savings accounts to college access and success strategies

- **National Mentoring Partnership**
  - Boston, MA
  - $300,000 – 24 mos.
  - Advancing relationship-center interventions

- **New America Foundation**
  - Washington, DC
  - $250,000 – 24 mos.
  - Asset building program

- **Philanthropy New York**
  - New York, NY
  - $200,000 – 24 mos.
  - Asset funders network

- **Washington University**
  - St. Louis, MO
  - $300,000 – 24 mos.
  - Expanding child savings accounts for educational success and lifelong asset building

---

**Special Initiatives**

**SPECIAL OPPORTUNITIES**

- **Editorial Projects in Education**
  - Bethesda, MD
  - $400,000 – 36 mos.
  - Promoting learning opportunities and supports for youth

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

- **Harlem Children's Zone**
  - New York, NY
  - $150,000 – 12 mos.
  - General purposes

- **Michigan State University**
  - East Lansing, MI
  - $130,128 – 12 mos.
  - Michigan at a Crossroads policy guide

**Microenterprise**

- **Association for Enterprise Opportunity**
  - Washington, DC
  - $200,000 – 12 mos.
  - General purposes

**Program Total: $23,392,425**
To support programs around the world that protect communities and the ecosystems upon which they depend, we make grants in the following areas:

**ADDRESSING THE FRESHWATER CHALLENGE**

**GOAL:** Secure sustainable levels of clean water for people and the environment, particularly in the Great Lakes basin.

**OBJECTIVES:**
- **Strengthening the Environmental Community:** We seek a strong, effective and sustainable community of nongovernmental organizations dedicated to the long-term conservation of freshwater ecosystems.
- **Informing Sound Public Policies:** We seek well-designed and effectively implemented policies that advance the conservation of freshwater ecosystems.

**TRANSFORMING DEVELOPMENT FINANCE**

**GOAL:** Shape international investment to support sustainable development and reduce environmental degradation.

**OBJECTIVES:**
- **Securing Infrastructure and Energy for a Sustainable Future:** We envision infrastructure and energy investments that contribute to environmental sustainability and offer local economic opportunity.
- **Promoting Sustainable Regional Development and Integration:** We seek international and regional investments that contribute to local sustainable development, with a focus on South America.

**ADVANCING CLIMATE CHANGE SOLUTIONS**

**GOAL:** Advance the adoption of clean energy technologies at the community level in developing countries.

**OBJECTIVE:**
- **Providing Access to Clean Energy in Developing Countries:** We seek to increase the use of renewable energy systems in rural areas of South America and Africa.

**SPECIAL INITIATIVES**

**GOAL:** Respond to unique opportunities to advance environmental protection in the U.S. and internationally.

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*Note:* The preceding overview of Mott’s Environment Program reflects program areas, goals and objectives that were approved by the Foundation’s board of trustees in September 2017. Because 2017 grants were awarded under an earlier framework shown on the next page, the grants listed on pages 21-23 are categorized according to that framework.
### Addressing the Freshwater Challenge

<table>
<thead>
<tr>
<th>Category</th>
<th>Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Strengthening the Environmental Community</td>
<td>$2.650</td>
<td>12</td>
</tr>
<tr>
<td>Informing Sound Public Policies</td>
<td>$3.180</td>
<td>21</td>
</tr>
<tr>
<td>Securing Infrastructure and Energy for a Sustainable Future</td>
<td>$3.040</td>
<td>14</td>
</tr>
<tr>
<td>Promoting Sustainable Regional Development and Integration</td>
<td>$2.100</td>
<td>13</td>
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</table>

### Transforming Development Finance

<table>
<thead>
<tr>
<th>Category</th>
<th>Dollars (in millions)</th>
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<tbody>
<tr>
<td>Securing Infrastructure and Energy for a Sustainable Future</td>
<td>$3.040</td>
</tr>
<tr>
<td>Promoting Sustainable Regional Development and Integration</td>
<td>$2.100</td>
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</tbody>
</table>

### Advancing Climate Change Solutions

<table>
<thead>
<tr>
<th>Category</th>
<th>Dollars (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Providing Access to Clean Energy in Developing Countries</td>
<td>$3.350</td>
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<tr>
<td>Stimulating Clean Energy Use in Michigan</td>
<td>$.920</td>
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### Special Initiatives

<table>
<thead>
<tr>
<th>Category</th>
<th>Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Special Opportunities</td>
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</table>

**TOTAL**

$20,471,201

87 GRANTS
<table>
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<tr>
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<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose</th>
</tr>
</thead>
<tbody>
<tr>
<td>Great Lakes Commission</td>
<td>Ann Arbor, MI</td>
<td>$335,000</td>
<td>12 mos.</td>
<td>Determining economic impact of protecting and restoring Great Lakes</td>
</tr>
<tr>
<td>Great Lakes Indian Fish and Wildlife Commission</td>
<td>Lansing, MI</td>
<td>$150,000</td>
<td>24 mos.</td>
<td>Great Lakes sulfide-ore mining project</td>
</tr>
<tr>
<td>Michigan United Conservation Clubs</td>
<td>Lansing, MI</td>
<td>$50,000</td>
<td>18 mos.</td>
<td>Michigan land and water policy project</td>
</tr>
<tr>
<td>National Wildlife Federation</td>
<td>Reston, VA</td>
<td>$500,000</td>
<td>24 mos.</td>
<td>Sustaining Great Lakes project</td>
</tr>
<tr>
<td>Nature Conservancy</td>
<td>Arlington, VA</td>
<td>$500,000</td>
<td>24 mos.</td>
<td>General purposes</td>
</tr>
<tr>
<td>Saginaw Bay Initiative</td>
<td>Lower Flint River project</td>
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<td></td>
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</tr>
<tr>
<td>Northeast-Midwest Institute</td>
<td>Washington, DC</td>
<td>$150,000</td>
<td>24 mos.</td>
<td>Great Lakes Washington program</td>
</tr>
<tr>
<td>River Network</td>
<td>Boulder, CO</td>
<td>$250,000</td>
<td>21 mos.</td>
<td>Southeastern water supply security and sustainability</td>
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<tr>
<td>Southern Environmental Law Center</td>
<td>Charlotteville, VA</td>
<td>$165,000</td>
<td>18 mos.</td>
<td>Southern water-management project</td>
</tr>
<tr>
<td>University of Wisconsin-Madison</td>
<td>Madison, WI</td>
<td>$100,000</td>
<td>12 mos.</td>
<td>Healthy public water systems in the Great Lakes Basin – mayor’s innovation project</td>
</tr>
<tr>
<td>Subtotal: $3,180,000</td>
<td>Public Policies</td>
<td>$3,180,000</td>
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<tr>
<td>Program Area Total: $5,830,000</td>
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**Transforming Development Finance**

**SECURING INFRASTRUCTURE AND ENERGY FOR A SUSTAINABLE FUTURE**

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bank Information Center</td>
<td>Washington, DC</td>
<td>$400,000</td>
<td>24 mos.</td>
<td>General purposes</td>
</tr>
<tr>
<td>Boston University</td>
<td>Boston, MA</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Development banks and sustainable development</td>
</tr>
<tr>
<td>Both Ends Foundation</td>
<td>Amsterdam, Netherlands</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>International financial institutions program</td>
</tr>
<tr>
<td>Center for International Environmental Law</td>
<td>Washington, DC</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Ensuring development and climate finance support sustainable development</td>
</tr>
<tr>
<td>EarthRights International</td>
<td>Washington, DC</td>
<td>$150,000</td>
<td>12 mos.</td>
<td>Transcontinental dialogue on Chinese investment and financing in global south</td>
</tr>
<tr>
<td>Foundation-Administered Project</td>
<td>$40,558</td>
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<td></td>
<td>Transform Development Finance convenings</td>
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<tr>
<td>Friends of the Earth</td>
<td>Washington, DC</td>
<td>$300,000</td>
<td>24 mos.</td>
<td>Advancing and protecting sustainability standards in development finance</td>
</tr>
<tr>
<td>NGO Forum on ADB</td>
<td>Quezon City, Philippines</td>
<td>$100,000</td>
<td>28 mos.</td>
<td>General purposes</td>
</tr>
<tr>
<td>Oil Change International</td>
<td>Washington, DC</td>
<td>$150,000</td>
<td>24 mos.</td>
<td>International program</td>
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<tr>
<td>Oxfam America</td>
<td>Boston, MA</td>
<td>$300,000</td>
<td>24 mos.</td>
<td>Shifting the narrative: addressing Africa’s energy poverty challenge</td>
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<tr>
<td>Social and Environmental Entrepreneurs</td>
<td>Calabasas, CA</td>
<td>$150,000</td>
<td>24 mos.</td>
<td>Building capacity to monitor Chinese investment in Asia</td>
</tr>
<tr>
<td>Vasudha Foundation</td>
<td>Sugar Land, TX</td>
<td>$250,000</td>
<td>24 mos.</td>
<td>Exploring best-practice models and pathways for international clean energy finance</td>
</tr>
<tr>
<td>World Resources Institute</td>
<td>Washington, DC</td>
<td>$350,000</td>
<td>24 mos.</td>
<td>Sustainable Finance Center</td>
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<tr>
<td>Subtotal: $3,040,558</td>
<td>Infrastructure and Energy for a Sustainable Future</td>
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**PROMOTING SUSTAINABLE REGIONAL DEVELOPMENT AND INTEGRATION**

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose</th>
</tr>
</thead>
<tbody>
<tr>
<td>ActionAid Brasil</td>
<td>Rio de Janeiro, Brazil</td>
<td>$100,000</td>
<td>12 mos.</td>
<td>Monitoring BRICS development in Brazil</td>
</tr>
<tr>
<td>Asociacion Ambientle y Sociedad Bogota, Colombia</td>
<td>Bogota, Colombia</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Sustainable development finance in South America</td>
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<tr>
<td>Derecho Ambientle y Recursos Naturales</td>
<td>Lima, Peru</td>
<td>$25,000</td>
<td>24 mos.</td>
<td>General purposes</td>
</tr>
<tr>
<td>Fundacion Ambiente y Recursos Naturales</td>
<td>Capital Federal, Argentina</td>
<td>$25,000</td>
<td>24 mos.</td>
<td>Monitoring infrastructure investments in Argentina</td>
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<tr>
<td>Getulio Vargas Foundation</td>
<td>Rio de Janeiro, Brazil</td>
<td>$300,000</td>
<td>24 mos.</td>
<td>Monitoring hydropower impacts in the Amazon</td>
</tr>
<tr>
<td>iBase</td>
<td>Rio de Janeiro, Brazil</td>
<td>$50,000</td>
<td>12 mos.</td>
<td>Monitoring BNDES investments in energy and infrastructure</td>
</tr>
<tr>
<td>INESC</td>
<td>Brasilia, Brazil</td>
<td>$250,000</td>
<td>24 mos.</td>
<td>Finance for sustainable development in South America</td>
</tr>
<tr>
<td>Instituto Centro de Vida</td>
<td>Cuiaba, Brazil</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Energy and infrastructure development in the Amazon</td>
</tr>
<tr>
<td>Mongabay.org</td>
<td>Emerald Hills, CA</td>
<td>$100,000</td>
<td>24 mos.</td>
<td>BNDES and the Amazon</td>
</tr>
<tr>
<td>Pontifical Catholic University</td>
<td>Rio de Janeiro, Brazil</td>
<td>$50,000</td>
<td>24 mos.</td>
<td>Strengthening new development bank safeguards</td>
</tr>
<tr>
<td>Socio-Environmental Fund CASA</td>
<td>Sao Paulo, Brazil</td>
<td>$500,000</td>
<td>24 mos.</td>
<td>South America small grants program</td>
</tr>
<tr>
<td>Uma Gota no Oceano</td>
<td>Rio de Janeiro, Brazil</td>
<td>$100,000</td>
<td>29 mos.</td>
<td>Spotlighting Tapajos hydro development</td>
</tr>
<tr>
<td>Uniselva Foundation</td>
<td>Mato Grosso, Brazil</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Strengthening environmental-social framework in South America</td>
</tr>
<tr>
<td>Subtotal: $2,100,000</td>
<td>Sustainable Regional Development and Integration</td>
<td>$2,100,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Program Area Total: $5,140,558</td>
<td>Transforming Development Finance</td>
<td>$5,140,558</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Advancing Climate Change Solutions**

**PROVIDING ACCESS TO CLEAN ENERGY IN DEVELOPING COUNTRIES**

<table>
<thead>
<tr>
<th>Organization</th>
<th>Location</th>
<th>Amount</th>
<th>Duration</th>
<th>Purpose</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amazon Conservation Team</td>
<td>Arlington, VA</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Solar energy for Chiribiquete forest dwellers</td>
</tr>
<tr>
<td>Catholic Agency for Overseas Development</td>
<td>London, England</td>
<td>$200,000</td>
<td>24 mos.</td>
<td>Sustainable energy access</td>
</tr>
</tbody>
</table>
Centro de Estudios y Promocion del Desarrollo
Lima, Peru
$200,000 – 24 mos.
Clean energy access in Andes/Amazon

EnAccess
Amsterdam, Netherlands
$500,000 – 24 mos.
General purposes

IDEAAS-Instituto para o Desenvolvimento de Energias Alternativas e da Auto Sustentabilidade
Porto Alegre, Brazil
$200,000 – 24 mos.
Light for a Better Life

Instituto Socioambiental
Sao Paulo, Brazil
$200,000 – 24 mos.
Energy distributed to isolated communities

International Institute for Environment and Development
London, England
$200,000 – 24 mos.
Financing clean energy access

New Venture Fund
Washington, DC
$250,000 – 24 mos.
Shine: investing in energy access for all

Practical Action
Rugby, England
$125,000 – 39 mos.
Strengthening evidence, engagement and impact on energy poverty

Renove
Porto Alegre, Brazil
$200,000 – 24 mos.
Building Latin American platform for sustainable energy and equity

Solar Energy Light Company Foundation
Bangalore, India
$300,000 – 24 mos.
Sharing Indian social entrepreneurs’ lessons for African off-grid energy

SunFunder
San Francisco, CA
$575,000 – 24 mos.
Addressing East Africa DRE financing

Tanzania Traditional Energy Development Organisation
Ubungo, Tanzania
$200,000 – 24 mos.
Development of Tanzanian renewable energy micro-grids for rural communities

Subtotal: $3,350,000
Providing Access to Clean Energy in Developing Countries

STIMULATING CLEAN ENERGY USE IN MICHIGAN

Clean Energy Coalition
Ann Arbor, MI
$180,000 – 18 mos.
Flint anchor institutions clean energy initiative

Ecology Center
Ann Arbor, MI
$290,000 – 24 mos.
Clean energy solutions for Michigan schools

EcoWorks
Detroit, MI
$75,000 – 12 mos.
Community energy management in southeast Michigan

Fresh Energy
Saint Paul, MN
$100,000 – 24 mos.
Midwest Energy News in Michigan

Groundwork Center for Resilient Communities
Traverse City, MI
$25,000 – 24 mos.
Sustainable energy use in northern Michigan

Michigan Municipal League Foundation
Lansing, MI
$100,000 – 24 mos.
Michigan Green Communities Network

SEEDS
Traverse City, MI
$50,000 – 12 mos.
Upper Peninsula energy-planning project

Wind on the Wires
St. Paul, MN
$50,000 – 12 mos.
Wind energy stakeholder committee

Subtotal: $920,000
Stimulating Clean Energy Use in Michigan

Program Area Total: $4,270,000
Advancing Climate Change Solutions

Special Initiatives

SPECIAL OPPORTUNITIES

Climate Leadership Council
Washington, DC
$100,000 – 12 mos.
General purposes

Foundation-Administered Project
$35,643
Blue Accounting communications

Grand Traverse Regional Land Conservancy
Traverse City, MI
$4,500,000 – 48 mos.
Love the Land, Pass it On stewardship endowment

Subtotal: $5,230,643
Special Opportunities

Program Area Total: $5,230,643
Special Initiatives

Program Total: $20,471,201
Environment

Large-scale infrastructure projects in developing countries, such as the Belo Monte Dam in the Brazilian Amazon, can cause severe damage to the environment and communities. Mott grantees work to strengthen the social and environmental standards used by international development banks to finance such projects.
To help our hometown of Flint solve problems, create opportunities and build a vibrant future for the community and its residents, we make grants in the following areas:

**REVITALIZING THE EDUCATION CONTINUUM**

**GOAL:** Increase educational opportunities that will help Flint area children, youth and adults achieve success in the classroom and the workplace.

**OBJECTIVES:**
- **Flint K–12 Education:** We strive for a strong, sustainable K–12 system that provides local families with high-quality educational choices.
- **Community Schools:** We support the district-wide adoption of a re-envisioned approach to community schools.
- **College, Careers and Connections:** We aim for broad access among residents to multiple educational and career pathways.

**ENRICHING LIVES THROUGH ARTS AND CULTURE**

**GOAL:** Support local arts and cultural organizations as critical forces for positive change in Flint.

**OBJECTIVES:**
- **Flint Cultural Center Campus:** We strive to ensure that the Flint Cultural Center is strong, sustainable and has the capacity it needs to provide area residents, especially youth, with diverse, quality programming.
- **Smaller Arts Organizations:** We seek to strengthen the overall arts community in Flint in ways that cultivate and connect local artists, patrons and residents.

**RESTORING COMMUNITY VITALITY**

**GOAL:** Stimulate local job growth, revitalize the city center and spark new economic energy in the greater Flint area.

**OBJECTIVES:**
- **Regional Economy:** We envision a vibrant and diverse economy that builds on the area's strengths and assets.
- **Downtown Revitalization:** We strive for a city center that attracts both public and private investment.
- **Community Development:** We seek affordable housing opportunities and strong neighborhoods in and around the city.
- **Entrepreneurship:** We aim for a vibrant and connected community of local entrepreneurs and small businesses.

**MEETING EVOLVING COMMUNITY NEEDS**

**GOAL:** Strengthen the capacity of Flint area programs and organizations to help children and families meet their needs and improve their lives.

**OBJECTIVES:**
- **Nonprofit/Philanthropic Sector:** We envision a strong nonprofit and philanthropic sector that contributes to quality of life in Flint.
- **Special Opportunities:** We strive to maintain the flexibility to help leverage opportunities and resources for the Flint community, test new ideas, incubate local projects and meet specific, unforeseen needs as they arise.
Revitalizing the Education Continuum

**FLINT K-12 EDUCATION**

**Education Trust Inc.**
Washington, DC
$300,000 – 9 mos.
Schools of choice academic impact study

**Flint Community Schools**
Flint, MI
160,425 – 12 mos.
Parking lot improvements
$150,000 – 12 mos.
Instructional innovation fund
$986,948 – 12 mos.
Reading, language arts and social studies curriculum
$989,780 – 12 mos.
Framework for aligning teaching and learning
$278,400 – 12 mos.
Student retention and recruitment
$400,000 – 15 mos.
Superintendent technical assistance

**Flint Cultural Center Corporation**
Flint, MI
$375,000 – 12 mos.
Cultural center school feasibility study

**Michigan State University**
East Lansing, MI
$1,000,000 – 12 mos.
Technical assistance for improved teaching and learning

Subtotal: $4,640,553

**COMMUNITY SCHOOLS**

**Boys & Girls Club of Greater Flint**
Flint, MI
$50,000 – 12 mos.
General purposes

**Community Foundation of Greater Flint**
Flint, MI
$350,000 – 12 mos.
Early childhood capacity building
$50,000 – 3 mos.
Coordinated enrollment research

**Cranbrook Educational Community**
Bloomfield Hills, MI
$520,000 – 12 mos.
Flint Community Schools Young Scientists

**Crim Fitness Foundation**
Flint, MI
$2,950,000 – 12 mos.
Community education initiative
$110,000 – 18 mos.
Community education innovation fund

**Flint Community Schools**
Flint, MI
$40,600 – 6 mos.
Case management system
$170,858 – 3 mos.
Summer Tot Lot program

Subtotal: $9,221,458

**ENSCHEN LIVES THROUGH ARTS AND CULTURE**

**Flint Cultural Center Campus**
Flint, MI
$19,524 – 12 mos.

Smaller Arts Organizations
$628 – 7

**RESTORING COMMUNITY VITALITY**

**Regional Economy**
$2,643 – 8

**Downtown Revitalization**
$6,250 – 8

**Community Development**
$3,725 – 15

**Entrepreneurship**
$1,244 – 8

**MEETING EVOLVING COMMUNITY NEEDS**

**Nonprofit/Philanthropic Sector**
$2,606 – 15

**Special Opportunities**
$5,070 – 10

**TOTALS**
$58,203 – 113

---

**FLINT AREA 2017 GRANT ACTIVITY**

**REVITALIZING THE EDUCATION CONTINUUM**

<table>
<thead>
<tr>
<th>Grant Activity</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Flint K-12 Education</td>
<td>$4.641</td>
<td>9</td>
</tr>
<tr>
<td>Community Schools</td>
<td>$9.221</td>
<td>12</td>
</tr>
<tr>
<td>College, Careers and Connections</td>
<td>$2.651</td>
<td>8</td>
</tr>
</tbody>
</table>

**ENRICHING LIVES THROUGH ARTS AND CULTURE**

<table>
<thead>
<tr>
<th>Grant Activity</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Flint Cultural Center Campus</td>
<td>$19.524</td>
<td>13</td>
</tr>
<tr>
<td>Smaller Arts Organizations</td>
<td>$.628</td>
<td>7</td>
</tr>
</tbody>
</table>

**RESTORING COMMUNITY VITALITY**

<table>
<thead>
<tr>
<th>Grant Activity</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Regional Economy</td>
<td>$2.643</td>
<td>8</td>
</tr>
<tr>
<td>Downtown Revitalization</td>
<td>$6.250</td>
<td>8</td>
</tr>
<tr>
<td>Community Development</td>
<td>$3.725</td>
<td>15</td>
</tr>
<tr>
<td>Entrepreneurship</td>
<td>$1.244</td>
<td>8</td>
</tr>
</tbody>
</table>

**MEETING EVOLVING COMMUNITY NEEDS**

<table>
<thead>
<tr>
<th>Grant Activity</th>
<th>Grant Dollars (in millions)</th>
<th>Number of Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonprofit/Philanthropic Sector</td>
<td>$2.606</td>
<td>15</td>
</tr>
<tr>
<td>Special Opportunities</td>
<td>$5.070</td>
<td>10</td>
</tr>
</tbody>
</table>

**TOTAL**

$58,202,817 – 113 Grants

---

**Genesee Area Focus Fund**
(Flint, MI)
$120,000

Adjustment to previous grant
$3,000,000 – 12 mos.
YouthQuest afterschool initiative

**Oakland Schools Education Foundation**
(Waterford, MI)
$100,000 – 13 mos.
School finance research project

Subtotal: $9,221,458

**COLLEGE, CAREERS AND CONNECTIONS**

**Genesee Area Focus Fund**
(Flint, MI)
$825,000 – 12 mos.
Summer Youth Initiative and TeenQuest

**Genesee Intermediate School District**
(Flint, MI)
$150,000 – 10 mos.
Genesee Early College

**Greater Flint Health Coalition**
(Flint, MI)
$175,000 – 12 mos.
Flint Healthcare Employment Opportunities program

**Mott Community College**
(Flint, MI)
$700,000 – 36 mos.
Mott Middle/Early College replication
$150,000 – 36 mos.
GAPS: transition program
Enriching Lives Through Arts and Culture

FLINT CULTURAL CENTER CAMPUS

Community Foundation of Greater Flint
Flint, MI
$2,146,068 – 12 mos.
Endowment funds

Flint Cultural Center Corporation
Flint, MI
$2,700,000 – 12 mos.
Operating support
$150,000 – 12 mos.
Capital Theatre re-opening community engagement project
$100,000 – 12 mos.
School and community programming

Flint Cultural Center Foundation
Flint, MI
$2,200,000 – 12 mos.
Operating support

Flint Institute of Arts
Flint, MI
$2,146,068 – 12 mos.
Endowment funds

Flint Institute of Music
Flint, MI
$60,000 – 6 mos.
Tapology Tap Dance Festival for Youth
$55,000 – 6 mos.
Music around town
$1,300,000 – 12 mos.
Operating support
$84,300 – 24 mos.
Flint School of Performing Arts scholarships
$84,300 – 36 mos.
Endowment fund

Flint Public Library
Flint, MI
$544,000 – 11 mos.
Design a library for the future

Sphinx Organization
Detroit, MI
$100,000 – 12 mos.
Overture program and partnership with Flint Institute of Music

Subtotal: $19,523,668
Flint Cultural Center Campus

SMALLER ARTS ORGANIZATIONS

Buckham Fine Arts Project
Flint, MI
$20,000 – 13 mos.
General purposes

City of Flint
Flint, MI
$133,290 – 7 mos.
Event policing and public safety

Community Foundation of Greater Flint
Flint, MI
$100,000 – 12 mos.
5. Jean Simi Fund for the Arts

Flint Downtown Development Authority
Flint, MI
$25,000 – 1 mo.
Downtown festivals

Greater Flint Arts Council
Flint, MI
$150,000 – 12 mos.
General purposes

Red Ink Flint
Flint, MI
$80,000 – 12 mos.
General purposes

Subtotal: $628,290
Smaller Arts Organizations Program Area Total: $20,151,958
Enriching Lives Through Arts and Culture

Restoring Community Vitality

REGIONAL ECONOMY

Brookings Institution
Washington, DC
$100,000 – 12 mos.
Metropolitan policy program

Detroit Regional Chamber Foundation
Detroit, MI
$20,000 – 8 mos.
Policy conference
$20,000 – 5 mos.
Policy conference 2017

Genesee Area Focus Fund
Flint, MI
$2,000,000 – 12 mos.
Education and economic development initiatives

Genesee Chamber Foundation
Flint, MI
$75,000 – 24 mos.
Buick City pre-development assessment

Michigan Municipal League Foundation
Lansing, MI
$36,300 – 9 mos.
Municipal finance system reform

Michigan State University
East Lansing, MI
$261,949 – 24 mos.
Finding a path forward for fiscally sustainable cities in Michigan

University of Michigan-Flint
Flint, MI
$130,000 – 12 mos.
Economic and entrepreneurial outreach

Subtotal: $2,643,249
Regional Economy

DOWNTOWN REVITALIZATION

Flint Cultural Center Foundation
Flint, MI
$500,000 – 7 mos.
Capitol Theatre equipment

Foundation for the Uptown Reinvestment Corporation
Flint, MI
$935,000 – 12 mos.
Operating support
$222,073 – 12 mos.
Downtown security
$275,000 – 24 mos.
Downtown hotel pre-design study
$200,000 – 12 mos.
Flint Farmers’ Market operating support

Foundation-Administered Project
$118,253
Technical assistance for downtown Flint revitalization

Mott Community College
Flint, MI
$4,000,000 – 24 mos.
Culinary arts project

Subtotal: $6,250,326
Downtown Revitalization

COMMUNITY DEVELOPMENT

Center for Community Progress
Flint, MI
$1,750,000 – 12 mos.
General purposes

Communities First Inc.
Flint, MI
$500,000 – 24 mos.
Coolidge Park Apartments
$80,000 – 12 mos.
Capacity building
$200,000 – 12 mos.
Property acquisition and demolition

Court Street Village Non-Profit Housing Corporation
Flint, MI
$40,000 – 12 mos.
General purposes

Genesee Chamber Foundation
Flint, MI
$160,000 – 12 mos.
Online Flint publication

Genesee County Habitat for Humanity
Flint, MI
$140,000 – 12 mos.
Flint BRAND program
$100,000 – 12 mos.
Homeowner occupied repair program

Genesee County Land Bank Authority
Flint, MI
$240,000 – 12 mos.
Neighborhood and community planning
$200,000 – 12 mos.
Blight elimination and neighborhood stabilization

Hispanic Technology & Community Center of Greater Flint
Flint, MI
$50,000 – 24 mos.
Capacity building
Local Initiatives Support Corporation
New York, NY
$100,000 – 12 mos.
Flint and Genesee County community development project
Metro Community Development
Flint, MI
$135,000 – 12 mos.
Capacity building
Village Information Center
Flint, MI
$30,000 – 12 mos.
General purposes
Subtotal: $3,725,000

ENTREPRENEURSHIP
Ferris Wheel Innovation Center
Flint, MI
$500,000 – 12 mos.
10K IDEAS
Formative Evaluation Research Associates
Ann Arbor, MI
$40,000 – 8 mos.
Youth entrepreneurship landscape scan
Foundation for the Uptown Reinvestment Corporation
Flint, MI
$85,000 – 12 mos.
Flint Food Works commercial kitchen
Mott Community College
Flint, MI
$68,000 – 13 mos.
Teen CEO initiative
$130,000 – 13 mos.
Teen CEO initiative expansion
$85,330 – 12 mos.
FABLAB for the community
Red Ink Flint
Flint, MI
$100,000 – 12 mos.
Factory Two project
XLRateHealth
Louisville, KY
$235,000 – 12 mos.
Healthcare startup accelerator
Subtotal: $1,243,330

SPECIAL OPPORTUNITIES
Arab American Heritage Council
Flint, MI
$40,000 – 12 mos.
Immigration services
City of Flint
Flint, MI
$60,000 – 6 mos.
Residential service line technical assistance
Flint Odyssey House Inc.
Flint, MI
$265,348 – 12 mos.
Healthy Flint research coordinating center-community core
Genesee County Parks & Recreation Commission
Flint, MI
$4,250,000 – 11 mos.
Flint River restoration project
Genesee Health System
Flint, MI
$200,000 – 12 mos.
Mobile mental health unit project
Mott Community College
Flint, MI
$25,000 – 12 mos.
Flint and Genesee Literacy Network capacity building
University of Michigan-Flint
Flint, MI
$30,000 – 12 mos.
Flint community data platform
Whaley Historical House Association Inc.
Flint, MI
$199,895 – 8 mos.
Whaley Historic House restoration project
Subtotal: $5,070,243

Program Area Total: $13,861,905

Meeting Evolving Community Vitality
NONPROFIT/PHILANTHROPIC SECTOR
Carriage Town Ministries
Flint, MI
$60,000 – 12 mos.
Increasing food distribution
Catholic Charities of Shiawassee and Genesee Counties
Flint, MI
$290,000 – 12 mos.
North End Soup Kitchen, warming center and medical transportation
Community Foundation of Greater Flint
Flint, MI
$520,000 – 12 mos.
Flint national service accelerator fund
Subtotal: $2,606,000
Nonprofit/Philanthropic Sector

Crim Fitness Foundation
Flint, MI
$100,000 – 12 mos.
General purposes
Fair Food Network
Ann Arbor, MI
$150,000 – 12 mos.
Double Up Food Bucks project
Flint Jewish Federation
Flint, MI
$6,000 – 12 mos.
General purposes
Food Bank of Eastern Michigan
Flint, MI
$110,000 – 12 mos.
Increasing food distribution and access
$20,000 – 12 mos.
Flint diaper bank
Greater Flint Health Coalition
Flint, MI
$245,000 – 12 mos.
General purposes
Salvation Army of Genesee County
Flint, MI
$100,000 – 12 mos.
Rent and utility assistance program
Shelter of Flint Inc.
Flint, MI
$50,000 – 12 mos.
One Stop Housing Resource Center
United Way of Genesee County
Flint, MI
$410,000 – 12 mos.
General purposes
$220,000 – 12 mos.
Building Excellence, Sustainability and Trust (BEST) nonprofit capacity building
$75,000 – 12 mos.
Flint national service accelerator initiative
YWCA of Greater Flint
Flint, MI
$250,000 – 60 mos.
Domestic violence services reserve fund
Subtotal: $2,606,000
Nonprofit/Philanthropic Sector

Mott’s grantmaking in 2017 included support for Double-Up Food Bucks, a program that helps area residents like Jon Guice to put more fresh, healthy food on her family’s table.
EMPLOYEE AND TRUSTEE GRANTS

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

SPECIAL PROJECTS

- **Alliance of Religions and Conservation**
  - Bath, England
  - $60,000 – 12 mos.

- **Faith in Finance convening**
  - $80,000 – 12 mos.

- **Wildlife trade program**

- **Center for Michigan**
  - Ann Arbor, MI
  - $75,000 – 12 mos.

- **General purposes**

**EXPLORATORY AND SPECIAL PROJECTS**

**PURPOSE:** To support unusual or unique opportunities addressing significant national and international problems. Proposals are by invitation only. Unsolicited proposals are discouraged.

**EMPLOYEE/TRAUSTEE MATCHING GRANTS**

Program Area Total: $2,070,384
Employee/Trustee Matching Grants

**TRUSTEE-INITIATED GRANTS**

Program Area Total: $1,508,000
Trustee-Initiated

Program Total: $3,578,384
Employee/Trustee Matching and Trustee-Initiated

**TOTAL MOTT GRANTMAKING IN 2017:** $122,239,138
**2008–2017 SELECTED FINANCIAL INFORMATION** *in millions*

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td><strong>Total Assets – Fair Value</strong></td>
<td>$1,929.9</td>
<td>$2,079.9</td>
<td>$2,227.4</td>
<td>$2,159.9</td>
<td>$2,584.0</td>
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<td>$2,720.8</td>
<td>$2,788.2</td>
<td>$3,098.3</td>
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<tr>
<td><strong>Total Assets – 2017 Dollars</strong></td>
<td>2,263.1</td>
<td>2,374.4</td>
<td>2,505.3</td>
<td>2,359.4</td>
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<td><strong>12-Month Rolling Average Assets</strong></td>
<td>2,380.2</td>
<td>1,916.0</td>
<td>2,063.4</td>
<td>2,227.7</td>
<td>2,246.8</td>
<td>2,393.3</td>
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<td><strong>Total Investment Income (Loss)</strong></td>
<td>(684.6)</td>
<td>289.3</td>
<td>275.5</td>
<td>62.8</td>
<td>252.7</td>
<td>401.4</td>
<td>313.9</td>
<td>85.2</td>
<td>213.8</td>
<td>454.4</td>
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<tr>
<td><strong>Total Investment Income (Loss) 2017 Dollars</strong></td>
<td>(802.8)</td>
<td>330.2</td>
<td>309.8</td>
<td>68.6</td>
<td>271.3</td>
<td>424.6</td>
<td>329.6</td>
<td>85.2</td>
<td>213.8</td>
<td>454.4</td>
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<tr>
<td><strong>Total Grants Awarded</strong></td>
<td>110.4</td>
<td>109.3</td>
<td>92.9</td>
<td>89.3</td>
<td>91.0</td>
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<td>101.4</td>
<td>119.1</td>
<td>124.4</td>
<td>122.2</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong>*</td>
<td>100.6</td>
<td>134.2</td>
<td>127.9</td>
<td>130.0</td>
<td>110.9</td>
<td>137.1</td>
<td>95.9</td>
<td>154.7</td>
<td>143.6</td>
<td>150.6</td>
</tr>
</tbody>
</table>

**NOTE:** Private foundations are required to make qualifying distributions (grant payments and reasonable administrative expenses) equal to roughly 5 percent of their average assets each year. The basis of the 5 percent 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 and income taxes, and investment expenses.
PROFILE: 2017 GRANTMAKING

GRANTMAKING ACTIVITIES 2017

375 GRANTS

Civil Society 93 Grants / 24.8%
Education 77 Grants / 20.5%
Environment 67 Grants / 23.2%
Flint Area 113 Grants / 30.2%
Exploratory & Special Projects 5 Grants / 1.3%

Does not include Employee/Trustee Matching & Trustee-Initiated Grants

2008–2017 GRANTS AWARDED BY PROGRAM  in millions

TOTAL $122,239,138

Civil Society $16.1 / 13.2%
Education $23.4 / 19.2%
Environment $20.5 / 16.8%
Flint Area $58.2 / 47.6%

Exploratory & Special Projects $0.4 / 0.3%
Employee/Trustee Matching & Trustee-Initiated Grants $8.6 / 2.9%

Employee/Trustee Matching
Exploratory
Flint Area
Environment
Civil Society

$0 $25 $50 $75 $100 $125
REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Trustees
Charles Stewart Mott Foundation

We have audited the accompanying financial statements of Charles Stewart Mott Foundation (the “Foundation”), which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management’s responsibility for the financial statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s responsibility
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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Foundation’s preparation and fair presentation of the financial statements in order to design 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. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Charles Stewart Mott Foundation as of December 31, 2017 and 2016, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information
Our audits were performed for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplemental schedules on pages A through H as of and for the years ended December 31, 2017 and 2016 are presented for purposes of additional analysis and are not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Chicago, Illinois
July 31, 2018
# STATEMENTS OF FINANCIAL POSITION

Years Ended December 31,

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investments, at fair value:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash equivalents</td>
<td>$69,309,790</td>
<td>$109,525,718</td>
</tr>
<tr>
<td>Public equities</td>
<td>487,677,676</td>
<td>414,665,494</td>
</tr>
<tr>
<td>Fixed income securities</td>
<td>263,042,953</td>
<td>151,948,970</td>
</tr>
<tr>
<td>Alternatives – limited partnerships</td>
<td>1,554,023,444</td>
<td>1,386,640,285</td>
</tr>
<tr>
<td>Alternatives – nonpartnerships</td>
<td>669,561,385</td>
<td>671,812,635</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>25,000,000</td>
<td>10,000,000</td>
</tr>
<tr>
<td>Investment trades receivable</td>
<td>9,566,136</td>
<td>33,689,822</td>
</tr>
<tr>
<td></td>
<td>3,078,181,384</td>
<td>2,778,282,924</td>
</tr>
<tr>
<td>Cash</td>
<td>9,608,750</td>
<td>3,876,163</td>
</tr>
<tr>
<td>Accrued interest and dividends</td>
<td>807,491</td>
<td>590,217</td>
</tr>
<tr>
<td>Land, building and improvements, net</td>
<td>3,066,346</td>
<td>3,252,224</td>
</tr>
<tr>
<td>Other assets</td>
<td>6,594,676</td>
<td>2,189,531</td>
</tr>
<tr>
<td>TOTAL ASSETS</td>
<td>$3,098,258,647</td>
<td>$2,788,191,059</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>LIABILITIES AND UNRESTRICTED NET ASSETS</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment trades payable</td>
<td>$1,241,333</td>
<td>$2,008,268</td>
</tr>
<tr>
<td>Grants payable</td>
<td>25,820,483</td>
<td>26,450,320</td>
</tr>
<tr>
<td>Accounts payable and other liabilities</td>
<td>43,428,186</td>
<td>38,584,333</td>
</tr>
<tr>
<td>Deferred excise tax</td>
<td>18,996,296</td>
<td>13,570,585</td>
</tr>
<tr>
<td>TOTAL LIABILITIES</td>
<td>89,486,298</td>
<td>80,613,506</td>
</tr>
<tr>
<td>Unrestricted net assets</td>
<td>3,008,772,349</td>
<td>2,707,577,553</td>
</tr>
<tr>
<td>TOTAL LIABILITIES AND UNRESTRICTED NET ASSETS</td>
<td>$3,098,258,647</td>
<td>$2,788,191,059</td>
</tr>
<tr>
<td>Description</td>
<td>2017</td>
<td>2016</td>
</tr>
<tr>
<td>-----------------------------------------------------------------------------</td>
<td>---------------</td>
<td>---------------</td>
</tr>
<tr>
<td>Income:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Dividends and interest</td>
<td>$18,133,830</td>
<td>$15,688,692</td>
</tr>
<tr>
<td>Limited partnership income (loss)</td>
<td>124,286,645</td>
<td>67,328,644</td>
</tr>
<tr>
<td>Net realized gain (loss) on investments</td>
<td>57,503,274</td>
<td>13,925,723</td>
</tr>
<tr>
<td>Net unrealized gain (loss) on investments</td>
<td>256,609,696</td>
<td>113,780,664</td>
</tr>
<tr>
<td>Other income (expense)</td>
<td>(2,176,540)</td>
<td>(1,372,465)</td>
</tr>
<tr>
<td></td>
<td><strong>454,356,905</strong></td>
<td><strong>209,351,258</strong></td>
</tr>
<tr>
<td>Investment expenses:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Direct investment expenses</td>
<td>7,308,039</td>
<td>7,110,659</td>
</tr>
<tr>
<td>Provision for taxes:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current excise tax</td>
<td>1,427,192</td>
<td>1,302,442</td>
</tr>
<tr>
<td>Deferred excise tax expense (income)</td>
<td>5,425,711</td>
<td>1,559,027</td>
</tr>
<tr>
<td>Unrelated business income tax</td>
<td>–</td>
<td>95,526</td>
</tr>
<tr>
<td>State income tax</td>
<td>350,000</td>
<td>94,930</td>
</tr>
<tr>
<td></td>
<td><strong>14,510,942</strong></td>
<td><strong>10,162,584</strong></td>
</tr>
<tr>
<td>Net investment income</td>
<td>439,845,963</td>
<td>199,188,674</td>
</tr>
<tr>
<td>Grants and operating expenses:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Grants, net of refunds</td>
<td>121,886,310</td>
<td>123,919,223</td>
</tr>
<tr>
<td>Foundation-administered projects</td>
<td>753,765</td>
<td>930,784</td>
</tr>
<tr>
<td>Administration expenses</td>
<td>17,983,632</td>
<td>17,878,902</td>
</tr>
<tr>
<td></td>
<td><strong>140,623,707</strong></td>
<td><strong>142,728,909</strong></td>
</tr>
<tr>
<td>Net operating income (loss)</td>
<td>299,222,256</td>
<td>56,459,765</td>
</tr>
<tr>
<td>Other changes in unrestricted net assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Pension changes other than net periodic benefit cost</td>
<td>3,070,057</td>
<td>(3,199,338)</td>
</tr>
<tr>
<td>Post-retirement healthcare changes other than net periodic benefit cost</td>
<td>(1,097,517)</td>
<td>(88,402)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Increase (decrease) in unrestricted net assets</td>
<td>301,194,796</td>
<td>53,172,025</td>
</tr>
<tr>
<td>Unrestricted net assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Beginning of year</td>
<td>2,707,577,553</td>
<td>2,654,405,528</td>
</tr>
<tr>
<td>End of year</td>
<td><strong>$3,008,772,349</strong></td>
<td><strong>$2,707,577,553</strong></td>
</tr>
</tbody>
</table>
## STATEMENTS OF CASH FLOWS

**Years Ended December 31,**

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash flows from operating activities:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Increase (decrease) in unrestricted net assets</td>
<td>$301,194,796</td>
<td>$53,172,025</td>
</tr>
<tr>
<td>Adjustments to reconcile change in unrestricted net assets to cash used by operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net realized (gain) loss on investments</td>
<td>(57,503,274)</td>
<td>(13,925,723)</td>
</tr>
<tr>
<td>(Income) loss on limited partnerships</td>
<td>(124,286,645)</td>
<td>(67,328,644)</td>
</tr>
<tr>
<td>(Increase) decrease in unrealized gains on investments</td>
<td>(256,609,696)</td>
<td>(113,780,664)</td>
</tr>
<tr>
<td>Excess value of donated securities included with grants</td>
<td>2,127,668</td>
<td>2,184,341</td>
</tr>
<tr>
<td>Depreciation expense</td>
<td>245,660</td>
<td>263,515</td>
</tr>
<tr>
<td>(Increase) decrease in accrued interest and dividends</td>
<td>(217,274)</td>
<td>(27,541)</td>
</tr>
<tr>
<td>(Increase) decrease in other assets</td>
<td>(4,405,145)</td>
<td>1,439,875</td>
</tr>
<tr>
<td>Increase (decrease) in grants payable</td>
<td>(629,837)</td>
<td>7,787,620</td>
</tr>
<tr>
<td>Increase (decrease) in accounts payable and other liabilities</td>
<td>4,843,853</td>
<td>3,770,257</td>
</tr>
<tr>
<td>Increase (decrease) in deferred excise tax liability</td>
<td>5,425,711</td>
<td>1,559,027</td>
</tr>
<tr>
<td>Total adjustments</td>
<td>(431,008,979)</td>
<td>(178,057,937)</td>
</tr>
<tr>
<td>Net cash used by operating activities</td>
<td>(129,814,183)</td>
<td>(124,885,912)</td>
</tr>
<tr>
<td><strong>Cash flows from investing activities:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Proceeds from sales or redemptions of investments</td>
<td>623,855,548</td>
<td>622,911,230</td>
</tr>
<tr>
<td>Purchases of investments</td>
<td>(488,248,996)</td>
<td>(509,357,069)</td>
</tr>
<tr>
<td>Acquisition of building improvements</td>
<td>(59,782)</td>
<td>(33,584)</td>
</tr>
<tr>
<td>Net cash provided by investing activities</td>
<td>135,546,770</td>
<td>113,520,577</td>
</tr>
<tr>
<td>Net increase (decrease) in cash</td>
<td>5,732,587</td>
<td>(11,365,335)</td>
</tr>
<tr>
<td>Cash, beginning of year</td>
<td>3,876,163</td>
<td>15,241,498</td>
</tr>
<tr>
<td>Cash, end of year</td>
<td>$9,608,750</td>
<td>$3,876,163</td>
</tr>
<tr>
<td><strong>Supplemental disclosure of noncash investing activities:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Investment trades receivable (payable) at year end, net</td>
<td>$8,324,803</td>
<td>$31,681,554</td>
</tr>
</tbody>
</table>
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

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 Education. 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.

Income Taxes
The Foundation follows the authoritative guidance on accounting for and disclosure of uncertainty in tax positions (Financial Accounting Standards Board (FASB) – Accounting Standards Codification 740) which requires the Foundation to determine whether a tax position is more likely than not to be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits of the position.

The Foundation has received a favorable determination letter from the Internal Revenue Service stating that it is exempt from Federal income taxes under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3). However, unrelated business income is subject to taxation. The Foundation’s liability for unrelated business income taxes was $6,963 for 2016. The tax for 2017 is not yet known but is expected to be minimal and exceeded by prior year credits being carried forward.

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

Concentration of Credit Risk
The Foundation maintains certain cash accounts, the balances of which, at times, may exceed federally insured limits. The Foundation has not experienced any losses in such accounts. Management believes the Foundation is not exposed to any significant credit risk on cash.

Other Assets
Included in other assets are prepaid pension expense and land and buildings that were purchased by the Foundation for charitable purposes and are recorded at cost.
B. ACCOUNTING POLICIES (continued)

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 3-50 years. Depreciation expense for the years December 31, 2017 and 2016 was $245,660 and $263,515, respectively.

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>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land</td>
<td>$397,852</td>
<td>$397,852</td>
</tr>
<tr>
<td>Building and improvements</td>
<td>9,829,217</td>
<td>9,791,790</td>
</tr>
<tr>
<td>Less accumulated depreciation</td>
<td>(7,160,723)</td>
<td>(6,937,418)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$3,066,346</strong></td>
<td><strong>$3,252,224</strong></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 investment in United States Sugar Corporation (“USSC”), a non-publicly traded security with no readily determinable fair value, is priced based on an independent appraisal of the USSC stock on a non-marketable minority interest basis. The Foundation’s investment in USSC’s outstanding shares was 16.9% and 17.2% at December 31, 2017 and 2016, respectively.

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, 2017, the Foundation has $358.5 million in outstanding limited partnership commitments, including both domestic and international partnerships.

Temporary 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.

Functional Allocation of Expenses
The costs of operating the Foundation have been allocated among program-related, communications and operations (all of which are included with administration expenses on the Statements of Activities). Program-related expenses pertain principally to the direct programmatic grant-making functions of the Foundation, such as reviewing proposals and awarding, monitoring and evaluating grants, whereas Communications expenses include activities directly related to the Foundation’s external communications efforts. Administrative expenses include all other non-program and non-communications related operating expenses of the Foundation.
B. ACCOUNTING POLICIES (continued)

Investment Trades Receivable, Payable, and Deposits in Transit
Investment trades receivable represent investments that have been sold with a trade date in the current year but for which the funds have not been received until the subsequent year. The pending cash equivalent to be received from such trades is classified as an investment for balance sheet purposes. Investment trades payable represent investments that have been purchased with a trade date in the current year but for which the funds have not been sent until the subsequent year. This commitment to settle the trade is classified as a liability for balance sheet purposes. Deposits in transit represent monies sent in the current year for purposes of purchasing an investment whose trade date is in the subsequent year. Such in-transit amounts are classified as investments for balance sheet purposes.

Reclassifications
Certain amounts in the 2016 statements have been reclassified to conform to the 2017 presentation.

C. INVESTMENT SECURITIES
The following is a summary of fair values and cost basis of the investment securities held at December 31, 2017:

<table>
<thead>
<tr>
<th></th>
<th>Fair Value</th>
<th>Cost Basis</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash equivalents</td>
<td>$69,309,790</td>
<td>$69,302,856</td>
</tr>
<tr>
<td>Public equities</td>
<td>487,677,676</td>
<td>392,440,472</td>
</tr>
<tr>
<td>Fixed income securities</td>
<td>263,042,953</td>
<td>260,414,988</td>
</tr>
<tr>
<td>Alternatives – limited partnerships</td>
<td>1,554,023,444</td>
<td>985,056,420</td>
</tr>
<tr>
<td>Alternatives – non partnerships</td>
<td>669,561,385</td>
<td>386,197,191</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>25,000,000</td>
<td>25,000,000</td>
</tr>
<tr>
<td>Investment trades receivable</td>
<td>9,566,136</td>
<td>9,566,136</td>
</tr>
<tr>
<td></td>
<td>$3,078,181,384</td>
<td>$2,127,978,063</td>
</tr>
</tbody>
</table>

The following is a summary of fair values and cost basis of the investment securities held at December 31, 2016:

<table>
<thead>
<tr>
<th></th>
<th>Fair Value</th>
<th>Cost Basis</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash equivalents</td>
<td>$109,525,718</td>
<td>$109,530,699</td>
</tr>
<tr>
<td>Public equities</td>
<td>414,665,494</td>
<td>395,731,214</td>
</tr>
<tr>
<td>Fixed income securities</td>
<td>151,948,970</td>
<td>150,121,591</td>
</tr>
<tr>
<td>Alternatives – limited partnerships</td>
<td>1,386,640,285</td>
<td>936,080,454</td>
</tr>
<tr>
<td>Alternatives – non partnerships</td>
<td>671,812,635</td>
<td>449,535,519</td>
</tr>
<tr>
<td>Investment deposits in transit</td>
<td>10,000,000</td>
<td>10,000,000</td>
</tr>
<tr>
<td>Investment trades receivable</td>
<td>33,689,822</td>
<td>33,689,822</td>
</tr>
<tr>
<td></td>
<td>$2,778,282,924</td>
<td>$2,084,689,299</td>
</tr>
</tbody>
</table>
C. INVESTMENT SECURITIES (continued)

Investments valued at Net Asset Value (“NAV”) as of December 31, 2017, consisted of the following:

Investments valued at NAV as of December 31, 2016, consisted of the following:

(a) This category includes investments in hedge funds and public equities. The NAV of the hedge and equity funds is as provided by the fund 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.

(b) This category includes investments in private equity funds, public equity and debt funds, hedge funds, real estate funds, and energy funds. The NAV of these funds are 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 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

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. In accordance with the authoritative guidance on fair value measurements and disclosures under generally accepted accounting principles (“GAAP”), the Foundation adopted a framework for measuring fair value under GAAP that 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. Level 3 assets and liabilities include financial instruments for which fair value is determined using pricing models, discounted cash flow methodologies or similar techniques, as well as instruments for which the determination of fair value requires significant judgment or estimation.

For 2017 and 2016, the Foundation’s Level 3 assets consist solely of its investment in “USSC” (see Footnote B). The valuation of the Series A common stock held by the Foundation was based on a combination of market and income valuation techniques including discounted cash flow analysis, land sale lease back analysis, and selected public company analysis. Such techniques are reliant upon assumptions and estimates made by “USSC” management about future cash flows, growth rates and market share.

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 following discussion describes the valuation methodologies used for financial assets measured at fair value. The techniques utilized in estimating the fair values are affected by the assumptions used, including discount rates and estimates of the amount and timing of future cash flows. Care should be exercised in deriving conclusions about the Foundation’s financial position based on the fair value information of financial assets presented below.

The valuation of nonpublic or alternative investments requires significant judgment by the General Partner or Fund Manager 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. Year-end valuations are as provided by the General Partner or Fund Manager which are tied to capital statements and/or audited financial statements when available and are carried at NAV or its equivalent. These valuations include estimates, appraisals, assumptions and methods that are reviewed by the Foundation’s independent investment advisors and management.
D. FAIR VALUE MEASUREMENTS (continued)

A summary of investments classified by NAV and fair value hierarchy are as follows:

**Investments at fair value as of December 31, 2017:**

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Investments Measured at NAV</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash equivalents</td>
<td>$</td>
<td>$69,309,790</td>
<td>$</td>
<td>$</td>
<td>$69,309,790</td>
</tr>
<tr>
<td>Public equities</td>
<td>-</td>
<td>487,677,676</td>
<td>-</td>
<td>-</td>
<td>487,677,676</td>
</tr>
<tr>
<td>Fixed income securities</td>
<td>-</td>
<td>263,042,953</td>
<td>-</td>
<td>-</td>
<td>263,042,953</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>1,554,023,444</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>1,554,023,444</td>
</tr>
<tr>
<td>Non-partnerships</td>
<td>546,723,545</td>
<td>-</td>
<td>-</td>
<td>122,837,840</td>
<td>669,561,385</td>
</tr>
<tr>
<td>Total</td>
<td>$2,100,746,989</td>
<td>$820,030,419</td>
<td>$</td>
<td>$122,837,840</td>
<td>$3,043,615,248</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>Balance, December 31, 2016</td>
<td>$118,332,573</td>
</tr>
<tr>
<td>Sales/Grants</td>
<td>(2,146,014)</td>
</tr>
<tr>
<td>Realized gains</td>
<td>2,127,668</td>
</tr>
<tr>
<td>Unrealized gains</td>
<td>4,523,613</td>
</tr>
<tr>
<td>Balance, December 31, 2017</td>
<td>$122,837,840</td>
</tr>
</tbody>
</table>

**Investments at fair value as of December 31, 2016:**

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>Investments Measured at NAV</th>
<th>Level 1</th>
<th>Level 2</th>
<th>Level 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash equivalents</td>
<td>$</td>
<td>109,525,718</td>
<td>$</td>
<td>$</td>
<td>109,525,718</td>
</tr>
<tr>
<td>Public equities</td>
<td>-</td>
<td>414,665,494</td>
<td>-</td>
<td>-</td>
<td>414,665,494</td>
</tr>
<tr>
<td>Fixed income securities</td>
<td>-</td>
<td>151,948,970</td>
<td>-</td>
<td>-</td>
<td>151,948,970</td>
</tr>
<tr>
<td>Limited partnerships</td>
<td>1,386,640,285</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>1,386,640,285</td>
</tr>
<tr>
<td>Non-partnerships</td>
<td>553,480,062</td>
<td>-</td>
<td>-</td>
<td>118,332,573</td>
<td>671,812,635</td>
</tr>
<tr>
<td>Total</td>
<td>$1,940,120,347</td>
<td>$676,140,182</td>
<td>$</td>
<td>$118,332,573</td>
<td>$2,734,593,102</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>Balance, December 31, 2015</td>
<td>$99,281,655</td>
</tr>
<tr>
<td>Sales/Grants</td>
<td>(2,205,402)</td>
</tr>
<tr>
<td>Realized gains</td>
<td>2,184,341</td>
</tr>
<tr>
<td>Unrealized gains</td>
<td>19,071,979</td>
</tr>
<tr>
<td>Balance, December 31, 2016</td>
<td>$118,332,573</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 2017 and 2016. 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>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Excise tax payable (receivable)</td>
<td>$124,252</td>
<td>$ -</td>
</tr>
<tr>
<td>Deferred excise tax liability</td>
<td>18,996,296</td>
<td>13,570,585</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$19,120,548</td>
<td>$13,570,585</td>
</tr>
</tbody>
</table>

Excise tax payments of $1,302,940 and $1,361,818 were paid in 2017 and 2016, 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, 2017, the Foundation made qualifying distributions less than the required minimum distribution by approximately $1.8 million. The Foundation had $18.5 million in prior year excess distributions, resulting in a net accumulated over-distribution of $16.7 million available to be carried forward to 2018.

F. GRANTS PAYABLE

Grants payable at December 31, 2017, are expected to be paid as follows:

<table>
<thead>
<tr>
<th>Programs</th>
<th>Payable in the Year Ending December 31,</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2018</td>
</tr>
<tr>
<td>Civil Society</td>
<td>$7,008,827</td>
</tr>
<tr>
<td>Environment</td>
<td>5,257,180</td>
</tr>
<tr>
<td>Flint Area</td>
<td>3,017,259</td>
</tr>
<tr>
<td>Education</td>
<td>5,476,619</td>
</tr>
<tr>
<td>Other*</td>
<td>75,000</td>
</tr>
<tr>
<td>Grants payable</td>
<td>20,834,885</td>
</tr>
<tr>
<td>Less: Unamortized discount</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$20,834,885</td>
</tr>
</tbody>
</table>

*Includes Exploratory, Special Projects, and Matching Gifts Program.

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 $8,726,990 and $9,510,649 as of December 31, 2017 and 2016, respectively.
F. GRANTS PAYABLE (continued)

Grant activity for the years ended December 31, 2017 and 2016, was as follows:

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Undiscounted grants payable, January 1</td>
<td>$ 26,810,918</td>
<td>$ 18,863,655</td>
</tr>
<tr>
<td>Grants approved</td>
<td>123,022,797</td>
<td>125,046,186</td>
</tr>
<tr>
<td></td>
<td>149,833,715</td>
<td>143,909,841</td>
</tr>
<tr>
<td>Less grants paid by program:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Civil Society</td>
<td>18,109,831</td>
<td>14,878,526</td>
</tr>
<tr>
<td>Environment</td>
<td>21,463,681</td>
<td>12,276,216</td>
</tr>
<tr>
<td>Flint Area</td>
<td>56,796,853</td>
<td>63,874,267</td>
</tr>
<tr>
<td>Education</td>
<td>22,680,725</td>
<td>21,544,365</td>
</tr>
<tr>
<td>Other*</td>
<td>4,468,384</td>
<td>4,525,549</td>
</tr>
<tr>
<td></td>
<td>123,519,474</td>
<td>117,098,923</td>
</tr>
<tr>
<td>Undiscounted grants payable, December 31</td>
<td>$ 26,314,241</td>
<td>$ 26,810,918</td>
</tr>
</tbody>
</table>

*Includes Exploratory, 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></th>
<th>Pension Benefits</th>
<th>Postretirement Healthcare Benefits</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amounts in ($000)</td>
<td>2017</td>
<td>2016</td>
</tr>
<tr>
<td>Benefit obligation at December 31</td>
<td>($77,589)</td>
<td>($70,065)</td>
</tr>
<tr>
<td>Fair value of plan assets at December 31</td>
<td>65,894</td>
<td>57,387</td>
</tr>
<tr>
<td>Funded status at December 31</td>
<td>($11,695)</td>
<td>($12,678)</td>
</tr>
<tr>
<td>Amounts recognized in the statements of financial position:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Prepaid benefit included with other assets</td>
<td>$ 2,419</td>
<td>$ -</td>
</tr>
<tr>
<td>Accrued benefit liability included with accounts payable and other liabilities</td>
<td>($14,114)</td>
<td>($12,678)</td>
</tr>
<tr>
<td>Net amount recognized</td>
<td>($11,695)</td>
<td>($12,678)</td>
</tr>
<tr>
<td>Employer contributions</td>
<td>$ 637</td>
<td>$ 639</td>
</tr>
<tr>
<td>Benefit payments</td>
<td>$ (2,032)</td>
<td>$ (2,259)</td>
</tr>
<tr>
<td>Components of net periodic benefit cost:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Service cost</td>
<td>$ 2,008</td>
<td>$ 1,773</td>
</tr>
<tr>
<td>Interest cost</td>
<td>2,804</td>
<td>2,763</td>
</tr>
<tr>
<td>Expected return on assets</td>
<td>(3,874)</td>
<td>(4,024)</td>
</tr>
<tr>
<td>Amortization of net loss</td>
<td>1,786</td>
<td>1,515</td>
</tr>
<tr>
<td>Amortization of prior service cost</td>
<td>-</td>
<td>$ 15</td>
</tr>
<tr>
<td>Net periodic benefit cost (income)</td>
<td>$ 2,724</td>
<td>$ 2,042</td>
</tr>
</tbody>
</table>
 Benefit Obligations

The accumulated benefit obligation of the nonqualified pension plan was $11,843,270 and $10,595,361 as of December 31, 2017 and 2016, respectively. The accumulated benefit obligation of the qualified plan was $57,241,245 and $52,211,372 as of December 31, 2017 and 2016, 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>Pension Benefits</th>
<th>Postretirement Healthcare Benefits</th>
</tr>
</thead>
<tbody>
<tr>
<td>Discount rate (benefit obligation)</td>
<td>3.60%</td>
</tr>
<tr>
<td>Discount rate (net periodic cost)</td>
<td>4.10%</td>
</tr>
<tr>
<td>Expected return on plan assets</td>
<td>7.00%</td>
</tr>
<tr>
<td>Compensation increase (benefit obligation)</td>
<td>4.00%</td>
</tr>
<tr>
<td>Compensation increase (net periodic cost)</td>
<td>4.00%</td>
</tr>
</tbody>
</table>

For measurement purposes, an initial annual rate of 7% for Pre-65 and 6% for Post-65 in the per capita cost of healthcare was used. These rates were assumed to decrease gradually each year to an ultimate rate of 4.5% by year 2026.

 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 at year end is as follows:

<table>
<thead>
<tr>
<th>Asset Class</th>
<th>2017</th>
<th>2016</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Domestic stock</td>
<td>45.3%</td>
<td>43.4%</td>
<td>46.2%</td>
<td>46.5%</td>
</tr>
<tr>
<td>Debt securities</td>
<td>23.3%</td>
<td>25.5%</td>
<td>25.7%</td>
<td>25.5%</td>
</tr>
<tr>
<td>International stock</td>
<td>19.1%</td>
<td>18.6%</td>
<td>15.6%</td>
<td>15.5%</td>
</tr>
<tr>
<td>Real estate</td>
<td>5.9%</td>
<td>6.0%</td>
<td>6.0%</td>
<td>6.0%</td>
</tr>
<tr>
<td>Real asset</td>
<td>2.0%</td>
<td>2.0%</td>
<td>2.0%</td>
<td>2.0%</td>
</tr>
<tr>
<td>Multi-alternative</td>
<td>4.4%</td>
<td>4.5%</td>
<td>4.5%</td>
<td>4.5%</td>
</tr>
<tr>
<td>Total</td>
<td>100.0%</td>
<td>100.0%</td>
<td>100.0%</td>
<td>100.0%</td>
</tr>
</tbody>
</table>
G. PENSION AND OTHER POSTRETIREMENT BENEFITS (continued)

The following table presents the pension assets reported at NAV at year end:

<table>
<thead>
<tr>
<th>Investment Type</th>
<th>NAV 12/31/2017</th>
<th>NAV 12/31/2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equity securities</td>
<td>$ 42,479,846</td>
<td>$ 35,436,441</td>
</tr>
<tr>
<td>Debt securities</td>
<td>15,340,332</td>
<td>14,752,601</td>
</tr>
<tr>
<td>Real estate</td>
<td>3,887,785</td>
<td>3,452,925</td>
</tr>
<tr>
<td>Real asset</td>
<td>1,302,338</td>
<td>1,161,575</td>
</tr>
<tr>
<td>Multi alternative</td>
<td>2,883,704</td>
<td>2,583,804</td>
</tr>
<tr>
<td>Total</td>
<td>$ 65,894,005</td>
<td>$ 57,387,346</td>
</tr>
</tbody>
</table>

Expected Contributions

The Foundation expects to contribute $1,813,440 to its pension plans and $550,000 to its postretirement medical plan in 2018. 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:

<table>
<thead>
<tr>
<th>Year</th>
<th>Pension Plans</th>
<th>Postretirement Healthcare</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$ 3,783,440</td>
<td>$ 550,000</td>
</tr>
<tr>
<td>2019</td>
<td>3,853,440</td>
<td>600,000</td>
</tr>
<tr>
<td>2020</td>
<td>3,953,440</td>
<td>670,000</td>
</tr>
<tr>
<td>2021</td>
<td>3,953,440</td>
<td>700,000</td>
</tr>
<tr>
<td>2022</td>
<td>3,913,440</td>
<td>760,000</td>
</tr>
<tr>
<td>2023-2027</td>
<td>20,647,200</td>
<td>4,570,000</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, 2017 and 2016, the Foundation contributed $218,895 and $223,820, respectively.

H. SUBSEQUENT EVENTS

The Foundation evaluated its December 31, 2017 financial statements for subsequent events through July 31, 2018, 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.
TRUSTEES & STAFF

Board and Committees

**BOARD OF TRUSTEES***
- William S. White
  Chairman
- Frederick S. Kirkpatrick†
  Vice Chairman
- Lizabeth Ardisana
- Tiffany W. Lovett
- Webb F. Martin
- Olivia P. Maynard
- John Morning #
- Maryanne Mott
- Charlie Nelms
- Douglas X. Pateño
- Jeremy R. M. Piper
- William H. Piper
- George E. Ross
- Marise M.M. Stewart
- Helen J. Taylor
- Ridgway H. White

**AUDIT COMMITTEE**
- Webb F. Martin
  Chairman
- Frederick S. Kirkpatrick
- Olivia P. Maynard
- John Morning
- Charlie Nelms

**EXECUTIVE COMMITTEE**
- William S. White
  Chairman
- Frederick S. Kirkpatrick
- Webb F. Martin
- Maryanne Mott
- William H. Piper
- Ridgway H. White

**INVESTMENT COMMITTEE**
- William S. White
  Chairman
- John K. Butler
- Elizabeth T. Frank
- Frederick S. Kirkpatrick
- Webb F. Martin
- William H. Piper
- Alan H. Van Noord

*The Members of the corporation are Frederick S. Kirkpatrick, Tiffany W. Lovett, Maryanne Mott, William H. Piper, Marise M.M. Stewart, Ridgway H. White and William S. White.
†Serves as presiding/lead outside director.
#Trustee Emeritus

Board and committees lists are current as of July 31, 2017.

Officers and Staff

**EXECUTIVE OFFICE**
- William S. White
  Chairman and Chief Executive Officer
- Ridgway H. White
  President
- Jennifer L. Liversedge
  Assistant to the Chairman/Chief Executive Officer and Program Officer
- Lisa R. Maxwell
  Administrative Assistant to the Chairman/Chief Executive Officer and President

**ADMINISTRATIVE GROUP**
- Mary A. Gailbreath
  Vice President – Administration, Chief Financial Officer and Secretary/Treasurer

**Administrative Services**
- Gregory S. Hopton
  Accounting and Tax Manager
- Collette R. Pries
  Senior Accountant
- Brittany M. Knox
  Accountant
- Debra L. Cormier
  Payroll Administrator
- Annette M. Chamberlain
  Human Resources
- Ona Kay Goza
  Senior Accountant
- Lynne M. Mortellaro
  Accountant
- Jill A. Powell
  Administrative Assistants
- Chelsea Carroll
  Business Operations Specialist
- Kim R. McDonald
  Office Assistants
- Debra E. Bullen
  Building Manager
- Bill M. Powell
  Building Operations Supervisor
- Gilbert Medrano
  Building Operations Assistant
- Patrick J. Turowicz
  HVAC / Facilities Technician

**Grants Administration**
- Michael S. Birchmeier
  Director – Grants Administration and Assistant Secretary/Treasurer
- Cindy S. Compeau
  Grants Manager
- Ashley R. Johnson
  Senior Accountant
- S. Renee Jackson
  Grants Accountant
- Jean M. Bamberg
  Administrative Assistant

**Human Resources**
- Julie M. Flynn
  Human Resources Manager
- Aria K. Sanders
  Human Resources Administrator

**Information Services**
- Gavin T. Clabaugh
  Vice President – Information Services
- Michael L. Wright
  Information Services Manager
- Glen A. Birdsall
  Librarian
- Ellen Chien
  IT Support Analyst
- Noumana M. Klasek
  Database Administrator
- Ryan C. Madar
  Systems Engineer
- Asia B. McHaney
  Administrative Assistant

**COMMUNICATIONS**
- Kathryn A. Thomas
  Vice President – Communications
- Ann F. Richards
  Senior Communications Officer
- Jeffrey F. Alexander
  Duane M. Ring
- Jessica M. Jones
  Communications Officers
- Macie D. Schriner
  Communications Officer – Online Strategies
- Cristina G. Wright
  Web Administrator
- Craig Kelley Jr.
  Communications Assistant
- Jon Tise S. Lewis
  Administrative Assistant

**INVESTMENTS**
- Jay C. Flaherty
  Vice President – Investments and Chief Investment Officer
- Kenneth C. Austin
  Cheryl Garneau
- Stephen W. Vessels
  Investment Managers
- Laura R. Bechard
  Investment Operations Manager
- Alicia T. Aguilar
  Assistant Investment Administrator
- Laura D. Franco
  Kelly A. Swoszowski
  Administrative Assistants

**EXECUTIVE OFFICE**
- William S. White
  Chairman and Chief Executive Officer
- Ridgway H. White
  President
- Jennifer L. Liversedge
  Assistant to the Chairman/Chief Executive Officer and Program Officer
- Lisa R. Maxwell
  Administrative Assistant to the Chairman/Chief Executive Officer and President

**ADMINISTRATIVE GROUP**
- Mary A. Gailbreath
  Vice President – Administration, Chief Financial Officer and Secretary/Treasurer

**Administrative Services**
- Gregory S. Hopton
  Accounting and Tax Manager
- Collette R. Pries
  Senior Accountant
- Brittany M. Knox
  Accountant
- Debra L. Cormier
  Payroll Administrator
- Annette M. Chamberlain
  Human Resources
- Ona Kay Goza
  Senior Accountant
- Lynne M. Mortellaro
  Accountant
- Jill A. Powell
  Administrative Assistants
- Chelsea Carroll
  Business Operations Specialist
- Kim R. McDonald
  Office Assistants
- Debra E. Bullen
  Building Manager
- Bill M. Powell
  Building Operations Supervisor
- Gilbert Medrano
  Building Operations Assistant
- Patrick J. Turowicz
  HVAC / Facilities Technician

**Grants Administration**
- Michael S. Birchmeier
  Director – Grants Administration and Assistant Secretary/Treasurer
- Cindy S. Compeau
  Grants Manager
- Ashley R. Johnson
  Senior Accountant
- S. Renee Jackson
  Grants Accountant
- Jean M. Bamberg
  Administrative Assistant

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  Human Resources Administrator

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  Kelly A. Swoszowski
  Administrative Assistants
We bid fond farewells to five long-time employees this past year. Fred Kump, who was interim director of Grants Administration and assistant secretary/assistant treasurer for the Foundation, retired after 18 years of service in a variety of capacities. Rebecca Burns, hired in 1994 as an administrative accountant, retired after 23 years of work in Mott’s Administrative Services division. Three administrative assistants — Deborah K. Reid, Mary Beth Smith and Ruth M. Woodruff — also retired. Collectively, these employees contributed almost 100 years of service to the Foundation. They will be missed.
PRODUCTION CREDITS

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