# THE

ABELL

FOUNDATION

ANNUAL REPORT 2013

SINCE ITS

INCEPTION,

THE ABELL

FOUNDATION

HAS BEEN

DEDICATED

TO THE

ENHANCEMENT

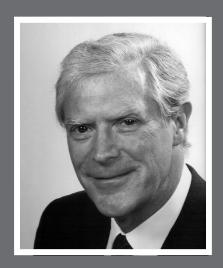
OF THE

QUALITY

OF LIFE IN

BALTIMORE

AND MARYLAND.



# **IN MEMORIAM**

Robert Garrett, who died in New York on March 12, 2014, had been a member of the Board of Trustees of The A. S. Abell Foundation since 1972, and of The Abell Foundation which succeeded it in 1986, and in his subsequent years of service to both rarely missed a meeting. He is remembered by colleagues as one who brought to public service a background of his family's strong commitment to effecting change for the disadvantaged. Though he lived in New York, he was born and raised in Baltimore, and had a strong sense of place for it. He was 77.

He was chairman of the Foundation's Finance Committee and in his tenure oversaw the Foundation triple its assets. It was during this time and under his leadership that the Foundation broadened its interests to include direct investments in innovative companies that promote social objectives, create jobs and are headquartered in Baltimore City.

He was courtly in his bearing and resolute with his agenda. We mourn his loss.

#### A HISTORY OF THE ABELL FOUNDATION

The Abell Foundation, formerly known as The A. S. Abell Company Foundation, was established on December 31, 1953, on the initiative of the late Harry C. Black, philanthropist and then chairman of the board of the A. S. Abell Company, the former publisher of *The Baltimore Sun*. Since its inception as a private foundation incorporated in Maryland, The Abell Foundation has been dedicated to the enhancement of the quality of life in Maryland, particularly Baltimore City.

From its beginnings, the Foundation has supported a wide range of community needs. Early records show gifts to hospitals, educational institutions, culture and the arts, and human services, including the Associated Jewish Charities and the United Negro College Fund of Baltimore, Inc.

The Foundation's mission, though shaped early on by Harry C. Black, was given firmer definition over the years by his nephew and successor, Gary Black, Sr. With the passing of Mr. Gary Black, Sr. in October 1987, the mantle of leadership was passed to his son, Gary Black, Jr., who had trained a lifetime for the position.

The Foundation's leadership over the years has been supported by persons of remarkable dedication and community involvement: William S. Abell; W. Shepherdson Abell, Jr.; George L. Bunting, Jr.; Thomas B. Butler; Robert C. Embry, Jr.; Harrison Garrett; Robert Garrett; Benjamin Griswold III; Jacqueline C. Hrabowski; William L. Jews; William E. McGuirk, Jr.; Sally J. Michel; Edwin F. Morgan; Donald H. Patterson; William F. Schmick, Jr.; John E. Semmes; and Walter Sondheim, Jr.

A new generation of leadership has made its impression on the Foundation's mission to act as an agent of change. The mission includes special emphases on public school reform; community development; workforce development; health-related human services, including drug treatment and transitional services for returning ex-offenders; conservation and environment; and the arts.

The Foundation's current assets reflect the financial success of *The Baltimore Sun* and the generosity of Mr. Harry C. Black, who left a portion of his estate to the Foundation. On October 17, 1986, the resources of the Foundation were increased substantially by the sale of the A. S. Abell Company, and more recently, by private direct investments.

#### **EDUCATION**

## **READING PARTNERS**

Reading Partners is committed to the idea that all children can become lifelong readers and reach their full potential through community support and individualized instruction. Elementary reading scores are one of the most accurate predictors of high school readiness; yet according to the 2013 National Assessment of Education Performance (NAEP), only 14 percent of Baltimore's low-income 4th-grade students are reading at grade level. One of the key interventions for reversing this trend is the implementation of individualized tutoring, though this strategy is often difficult for busy and often overworked teachers to provide. Research by Dr. Batya Elbaum has demonstrated that volunteer-driven tutoring programs are an effective and affordable reading intervention strategy that improves literacy for struggling readers.

Founded in 1999, Reading Partners is a nationally recognized, one-to-one tutoring program designed to assist struggling readers in Title I elementary schools by leveraging the work of volunteers. With support from The Abell Foundation, the program was brought to Baltimore City Public Schools in 2012. Starting with a pilot at Friendship Academy at Cherry Hill, the program has since expanded to five elementary schools, including Callaway Elementary School, the Historic Samuel Coleridge-Taylor Elementary School, Holabird Academy, and Furman L. Templeton Preparatory Academy.

Reading Partners targets struggling elementary students who have reading scores that are between six months and 2.5 years below benchmark. After an initial evaluation, participants receive an individualized reading plan designed to address their deficit skills. Each student is paired with a trained volunteer tutor who works with him or her on core reading twice a week for 45 minutes, using a researchvalidated curriculum from Stanford University. Tutors are recruited from local businesses, colleges, and other affiliated organizations with support from the Office of the Mayor. In exchange for making a one-year commitment, tutors receive valuable training in literacy instruction. Reading Partners collaborates with teachers and schools to provide individualized tutoring both during and after the school day. Students are provided with materials to encourage reading habits at home and receive books as incentives. Reading Partners organizes several celebrations to invite parents and tutors to visit and celebrate the success of students.

During the 2012-2013 school year, with a \$50,000 grant from The Abell Foundation, Reading Partners' program outcomes for Baltimore exceeded goals: the program recruited and trained 165 volunteers to tutor more than 200 children in grades 1-5. Participants acquired 1.8 months per month of reading skills for every month in the program, as opposed to 0.6 months before entering the program. In addition, 72 percent of participants reported higher confidence in reading, and 100 percent of school faculty identified Reading Partners as a valuable asset to the school.

Future program initiatives include expanding the number of students and schools served. Additionally, Reading Partners is implementing a new Emerging Readers curriculum to serve struggling kindergarten populations during school year 2013-2014. Reading Partners has also been an active contributor to Baltimore's literacy collaborative, The Grade Level Reading Campaign, which is designed to increase the number of Baltimore City children reading at grade level by 3rd grade.

# SAINT FRANCES ACADEMY/ FATHER JOUBERT BOARDING SCHOOL

Since its inception in 1828 by the Oblate Sisters of Providence, Saint Frances Academy has addressed the societal forces disrupting the potential for success of African-American children and their families. Through its high school, Saint Frances Academy created a tradition of improving confidence, providing emotional support, and helping young people aspire beyond academic expectations. Saint Frances Academy has operated at its present location on East Chase Street since 1870; in 2002, a new 33,000-square-foot community center with meeting space, classrooms, labs, and a gymnasium was added. Saint Frances currently serves 220 high school students in grades 9-12.

With its college-preparatory curriculum and high level of support, Saint Frances Academy prides itself on embracing and educating students with multiple socio-economic obstacles. Unfortunately, many of the Baltimore City students that Saint Frances would like to serve are living in unstable homes, and have difficulty committing to the day-to-day academic work at the school, much less graduating from its high school. According to Baltimore City Public Schools officials, the number of identified homeless students has increased from 1,400 in 2009 to 2,900 currently. It is estimated that the actual number of homeless children is more than double this amount. Among the most vulnerable are boys over the age of 13, who often are not eligible to live with families in shelters, or who are separated from their families and considered "unaccompanied youth." Others are in danger of dropping out of school without a stable living environment.

With funding provided by two grants of \$157,400 and \$280,000 from The Abell Foundation, Saint Frances Academy and Dr. Curtis Turner, director, renovated two homes adjacent to the school campus and launched a year-round residential boarding and scholarship program for homeless young men ages 14 to 19 from Baltimore City. The home and its program were named in honor of Father Joubert, who helped establish the Oblate Sisters of Providence. The Father Joubert House not only creates a safe harbor for up to 14 young men who are experiencing homelessness, but it also provides them with housing, three nutritious meals per day, adult mentoring, academic support, sports and after-school activities, counseling, and weekend enrichment activities. With the residency comes a full-tuition scholarship and enrollment in the Saint Frances Academy high school program. Opened in October 2012, the Joubert House serves young men who are identified as homeless and living in untenable situations. These young men have experienced evictions, house fires, family job losses, high mobility, and for some, time on the street. Most students are repeating a high school grade due to multiple course failures and high absence rates.

The Father Joubert House has a structured environment with time for meals, study, and social activities, and a curfew for bedtime. The young men attend tutoring every day after school, as well as participate in school-based sports and activities. Weekends typically include a field trip and meal out, as well as leisure time, studying, service work, and church. Many of the young men are employed through the YouthWorks summer job program; some will attend summer school in order to stay on track academically. Saint Frances Academy offers in-school tutoring services, counseling services, and a Community Health Center to support the young men. A cook prepares family meals not covered by Title 1 funding, and a weekly cleaning service is provided, although the boarders have household chores.

The Father Joubert House already boasts its first official high school graduate and college enrollee. The other nine young men have increased their grade point averages by more than one full letter grade, rising on average from a D to a C+; 60 percent are now making the merit or honor roll. Many have joined the Saint Frances football, basketball, or track team, and all are excelling. All, too, are engaged in community service projects, including decorating the home of the Oblate Sisters of Providence at Christmas. Within the school, the young men are proud to be known as the "Father Joubert boys," and often remind other students to take better care of "their home."

# **BALTIMORE CITY COMMUNITY COLLEGE/** COMMUNITY COLLEGE OF BALTIMORE COUNTY COMMUNITY COLLEGE PERFORMANCE-BASED SCHOLARSHIPS

For graduates of Baltimore City Public Schools hoping to earn a college degree, Baltimore City Community College (BCCC) and the Community College of Baltimore County (CCBC) are important post-secondary pipelines. Nearly one in four Baltimore City high school graduates attends one of these institutions, which offer lower tuition costs and open admissions. Yet, more than 90 percent of these students are required to take developmental coursework in reading and/or math before they can enroll in college courses. When combined with the financial and societal factors affecting a typical BCCC or CCBC student, only 11 percent of students who start at these community colleges complete a degree in four years.

In 2012, The Abell Foundation awarded two grants of \$218,250 each in partnership with BCCC to implement the Aspiring Scholars Program Performance-Based Scholarship, and with CCBC to develop the Strive for Excellence Performance-Based Scholarship Program. With nearly identical program designs, both colleges aim to increase the rate at which graduates from city schools pass developmental courses, earn credits, increase overall GPAs, and earn certificates or associate degrees.

The concept of performance-based scholarships was inspired by the work of the MDRC, a nonprofit, nonpartisan education and social policy research organization dedicated to learning what works to improve programs and policies that affect the poor, with similar scholarship projects at Delgado Community College and Louisiana Technical College. Participant criteria for Baltimore's performance-based scholarship programs are modeled after the MDRC program, and require qualifying

students to be graduates of Baltimore City public schools; enrolled at CCBC or BCCC either full- or part-time; eligible for Pell grants (i.e., low income); and needing, at most, an intermediate level of remediation in math and English.

Unlike a typical scholarship that is paid up front, the performance-based scholarship of up to \$2,500 per year is awarded for meeting certain requirements and paid throughout the year, directly to the student. Baltimore scholars are required to: 1) meet with an advisor three times during the semester; and 2) pass all developmental courses, and earn a 2.0 GPA or higher in college-credit classes. Participating students who meet all of the criteria receive \$1,000 (full-time enrollees) or \$500 (part-time enrollees) per semester over the two-year program; students could earn an additional \$500 if they enroll in one or more summer courses and achieve performance benchmarks. Partial scholarships are awarded for meeting some, but not all, of the benchmarks.

Each community college serves 75 entering students in the program. A campus coordinator recruits students; assists with the registration process; and meets with the scholars three times each semester to provide assistance and referrals for academic tutoring, social issues, financial aid, and registration for the next semester.

A study conducted by Policy Studies Associates on the performancebased scholarship (PBS) program effectiveness found significantly stronger performance from PBS participants than their matched comparisons. Findings from the fall semester indicated that PBS students completed 1.4 more developmental billable hours and earned 1.6 additional credits than their non-PBS counterparts. GPAs for PBS students were also 0.4 points higher than non-PBS students. Further, enrollment rates for the spring semester were 16 percent higher for PBS students who consecutively earned more credits. At BCCC, 48 percent of participants re-enrolled in the fall versus 37 percent of the comparisons. PBS students overwhelmingly reported that the help from the program coordinator and the scholarship money received increased the likelihood that they will complete a degree or certificate.

One year of data on a single cohort is not enough to definitely conclude PBS effectiveness, but the preliminary data indicate that student outcomes were improved, and students' testimonials point to PBS as the reason for their college success. Despite the challenges faced by students, the PBS pilot provides evidence that the scholarship program has the potential of boosting student performance.

## WORKFORCE DEVELOPMENT

## CIVIC WORKS/BALTIMORE CENTER FOR GREEN CAREERS

Baltimore City is in urgent need of both employment opportunities for its residents and energy-efficiency retrofits for its houses. In 2013, the city's unemployment rate was nearly 11 percent; the unemployment rate for Baltimore City ex-offenders is estimated to be 60 to 70 percent.

Given that nearly 75 percent of the city's housing stock was built before 1959, Baltimore's homes are energy inefficient and have high energy costs. An energy retrofit cuts utility bills by up to 40 percent and eliminates moisture, outdoor pollutants, and routes of entry for pests.

Civic Works' Baltimore Center for Green Careers (BCGC) was founded on the resolve that the growing energy-efficiency retrofit market has the potential to address high unemployment and inefficient energy costs by creating green jobs for lowincome residents, and by making homes more energy efficient.

BCGC has built a multi-tiered green career "pathway out of poverty" by training and placing Baltimore City residents in the brownfields remediation and residential energy-efficiency industries. Since 2003, more than 400 participants have completed one of BCGC's training programs, earning industry-recognized certifications, gaining hands-on experience, and learning critical workplace skills that enable them to qualify for a variety of entry-level and mid-level positions. BCGC has maintained an average job placement rate of 85 percent, and since 2010, 82 percent of graduates have remained employed for at least one year. Some 92 percent of BCGC participants had been incarcerated or have a significant history of arrest and conviction, and 94 percent are African-American men.

With an Abell Foundation grant of \$261,173, BCGC is offering industryrecognized Building Performance Institute (BPI) credentials for entry-level workers. Specifically, BCGC is training 24 energy retrofit installers and six crew leaders. Those trained as installers receive two months of on-the-job training, and earn a starting wage of \$15 an hour plus benefits (an annual salary of \$31,200); crew leaders earn salaries averaging \$35,000 to \$45,000.

Abell funding is also supporting BCGC's brownfields remediation training, where entry-level brownfields remediation technicians earn an average starting wage of \$12 to \$16 an hour. Abell funding supports the soft-skills training not covered by Environmental Protection Agency funding.

## **HEALTH AND HUMAN SERVICES**

# ACLU FOUNDATION OF MARYLAND/ **BALTIMORE REGIONAL HOUSING PARTNERSHIP**

In 1995, the Maryland ACLU filed the Thompson v. HUD lawsuit against the U.S. Department of Housing and Urban Development (HUD) and the Housing Authority of Baltimore City (HABC) on behalf of more than 15,000 African-American public housing families. The lawsuit sought to remedy decades of discriminatory public housing policies, which had resulted in Baltimore's public housing being concentrated in high-poverty, racially isolated neighborhoods in the inner city where residents had little or no access to economic or educational opportunities. The goal of the Thompson case was to give African-American families in areas of poverty who wanted to move to areas of opportunity throughout the Baltimore region a chance to do so.

In 1996, the parties reached a partial settlement of the case, and in 2012, they entered into a final settlement of the litigation. Together, the two settlement agreements provide opportunities for more than 4,500 low-income families to move from Baltimore's inner city to low-poverty, racially integrated neighborhoods throughout the region (called "opportunity areas" under the settlement). In addition, the settlement created a new nonprofit entity, the Baltimore Regional Housing Partnership, which will administer the housing mobility program begun under the consent decree.

The Thompson litigation grew out of, and builds upon, a growing body of research on the benefits of housing mobility programs that assist poor families to move from high-poverty to low-poverty neighborhoods. These benefits include dramatic improvements in neighborhood safety and security; better schools; reductions in childhood asthma, and adult obesity and diabetes; and improved mental health for both adults and children. A long-term evaluation of the federal Moving to Opportunity demonstration program, published in 2012, documented the following health benefits for families who moved from high-poverty to low-poverty neighborhoods—benefits that were sustained a full 10 to 15 years after they moved:

- Adults who moved had a lower prevalence of extreme obesity, a lower prevalence of diabetes, and fewer self-reported physical limitations than adults in a control group who remained in highpoverty neighborhoods.
- Adults who moved had lower levels of psychological distress, depression, and anxiety than adults in the control group.
- Girls who moved with their families had lower rates of mood disorders, fewer serious emotional or behavioral problems, fewer panic attacks, less psychological distress, and lower rates of oppositional-defiant disorder than girls in the control group.

Moreover, a 2010 study by the Century Foundation found that children in Montgomery County, Maryland, who moved to low-poverty neighborhoods significantly outperformed children in higher-poverty neighborhoods on standardized math and reading tests, and reduced the achievement gap with the school district's nonpoor students by 50 percent in math and by one-third in reading.

To date, more than 2,400 families have moved to opportunity areas throughout the Baltimore region as a result of the Thompson housing mobility program now overseen by the Baltimore Regional Housing Partnership. These families receive federally funded rental vouchers, assistance in finding apartments for rent in opportunity areas, and counseling both before and after they move to help ensure a successful transition to their new communities.

While the Thompson mobility program provides support and assistance to help families make these moves, many families are unable to save the funds needed to pay for the move, security deposit, and utility connection expenses. In 2013, the average security deposit charged by landlords participating in the program was approximately \$1,500—a significant burden for families living on very limited incomes. To address this

challenge, The Abell Foundation awarded \$371,250 to the Baltimore Regional Housing Partnership in 2013, adding to more than \$900,000 awarded since 2003 to help defray the cost of security deposits for families participating in the Thompson housing mobility program. This assistance has enabled more than 1,800 families to pay security deposits for homes and apartments in non-impacted neighborhoods. The security deposit grants play a vital role in helping these families improve their lives by moving to better neighborhoods, where their children can attend good schools, they have access to better jobs, and they can live without fear of the violence that is all too common in the inner city.

#### LOVING ARMS/N.R. HOUSE

Unaccompanied homeless youth are an extremely vulnerable group. The reasons for their homelessness vary, but all are living on their own, without the support of a parent or guardian. Many are living on the street or in locations not meant for habitation; others may be staying temporarily with friends. A November 2013 report by the Maryland Task Force on Unaccompanied Homeless Youth found that these youth "face significant threats to day-to-day survival and long-term well-being, including disproportionately high risk of school dropout, physical and mental health problems, suicide, crime victimization, involvement in criminal activity, unsafe sexual activity, unplanned parenthood, and unemployment." Unfortunately, homeless services often are designed for adults, and service providers may lack the training and resources to address the needs of homeless youth.

While precise numbers of homeless youth are hard to determine, it is believed that youth homelessness is on the rise in Baltimore and statewide. The Task Force report documented a 75 percent increase in unaccompanied homeless students in Maryland between the 2009-2010 and 2011-2012 school years. Moreover, a count of homeless youth in Baltimore City conducted by the Johns Hopkins Center for Adolescent Health in January 2011 identified 640 unaccompanied homeless youth ages 13 to 25, a 50 percent increase over the 426 unaccompanied homeless youth identified in 2009. In addition, Baltimore City Public School officials report that the number of homeless students in Baltimore increased from 1,400 in 2009 to 2,900 in 2014.

To address the growing need for services for homeless youth in Baltimore City, Loving Arms opened a shelter for runaway and homeless youth in 2011, one of only two such shelters in Baltimore. The shelter, called N.R. House, is located in northwest Baltimore and can accommodate up to eight individuals at a time. N.R. House is staffed around-the-clock, and provides intensive individual and family therapy with the goal of reuniting the young residents with parents or other supportive family members whenever possible. In addition, Loving Arms provides case management and crisis intervention to families referred by the Baltimore City Department of Social Services, with the aim of addressing parent-child conflicts so that children can remain in their homes and avoid homelessness.

Upon referral to N.R. House, each resident is assessed by a social worker, and an individualized service plan is created. For residents currently enrolled in school, a Loving Arms staff member visits the school to ensure that they receive appropriate services and support, as required by federal law. Loving Arms staff members

make referrals to health, mental health, and substance abuse treatment providers as needed, and provide transportation to ensure residents attend appointments. A variety of other services are provided on site, including tutoring, group therapy, communication and life skills workshops, financial literacy classes, art therapy, and sessions on substance abuse and violence prevention.

In 2013, The Abell Foundation awarded a \$133,491 grant to support the operations of N.R. House, adding to more than \$200,000 in operating support the Foundation has provided to Loving Arms since it opened N.R. House in 2011. Loving Arms also receives operating funds from the U.S. Department of Health and Human Services through the Runaway and Homeless Youth Basic Shelter program. Since the inception of N.R. House, Loving Arms has served more than 250 homeless youth and young adults at the shelter.

#### COMMUNITY DEVELOPMENT

# COMMUNITY LAW CENTER/ BALTIMORE CITY LIOUOR BOARD WATCH

For more than two decades, the Community Law Center has provided legal representation to community groups so as to allow them to challenge new liquor licenses and license renewals in cases where the establishment has, or would have, a negative impact on the surrounding neighborhood. Significant problems cited by neighbors include: excessive noise, public urination, underage sales, drug sales, and other nuisance and criminal activity often occurring in or around liquor establishments. These incidents, alone and in combination, destabilize neighborhoods by driving longtime residents away and deterring new investment.

According to Maryland law, establishments granted licenses to sell beer, wine, and liquor are required to operate in such a manner as to avoid disturbing the peace, safety, health, quiet, and general welfare of the community. The authority for issuing and regulating licenses is vested in the Board of Liquor License Commissioners for Baltimore City (Liquor Board), a state agency. In spring 2013, the Maryland Office of Legislative Audits released a Performance Audit of the Liquor Board; it was a scathing review revealing widespread deficiencies in the management and operation of the agency. The audit cited inadequate staff oversight, lack of supervision to ensure proper and timely inspections, failure to consistently apply state law, issuance of licenses without full documentation, lack of internal controls, and failure to collect appropriate fees and fines. The auditors concluded that the goal of 4,900 annual inspections could be completed with as few as six full-time inspectors in place of the 14 full-time and five part-time inspectors employed at the time of the audit.

With \$100,000 in multi-year grant funding from The Abell Foundation, the Community Law Center is pursuing a strategy to raise public awareness of the proceedings and rulings of the Baltimore City Liquor Board, as well as continuing to represent community associations in licensing hearings. Community Law Center attorneys attend weekly Liquor Board meetings and track how closely the Liquor Board is following

state law and responding to community concerns. The proceedings and decisions of the Liquor Board are summarized in a blog entitled "Booze News: Distilled in Room 215," the latter being a reference to Room 215 of City Hall where the hearings are held.

Started in the summer of 2013, the Community Law Center blog has been an important way to highlight for the public the deliberations of an agency that ultimately wields enormous influence on neighborhoods in which problematic liquor establishments are located. Through monitoring of liquor licensing hearings and decisions, the blog documents the agency's continuing responses to the issues raised in the legislative audit. The watchdog pieces are read by Baltimore City residents, local elected officials, and the Liquor Board Commissioners, and have subsequently been reported in stories through the online news outlet, the Baltimore Brew. "Booze News" won the "Best of Baltimore" awards from both the City Paper (Best Blog) and Baltimore Magazine (Best Liquor Beat) in 2013.

The goals of the project are to improve the health and safety of affected neighborhoods; reduce the number of liquor licenses granted or renewed with inadequate documentation and lack of responsiveness to community concerns; and, through public accountability, improve the overall effectiveness of operations and management of the Liquor Board.

## GROUNDSWELL/COMMUNITY POWER PROJECT

In 2010, Groundswell was founded in Washington, D.C., to expand lower-cost energy options for low- and moderate-income residents, and to enable community institutions to address the high cost of energy. Working with churches, nonprofit organizations, and residents, Groundswell engages community networks to purchase electricity at lower group rates in an effort to save money on utility bills. Seeking competitive bids on behalf of the group, Groundswell negotiates with an energy provider and locks in bulk rates that are lower than the prevailing investor-owned utility rate, generating significant savings for participants. Groundswell also secures favorable contract provisions for participants, ensuring that low-income residents and organizations are not at risk for excessive fees if they terminate a contract early or become a party to deceptive re-enrollment schemes.

Groundswell has completed three multi-year bulk purchasing agreements with 109 nonprofit organizations, including faith, community, and labor institutions in Washington, DC, and Maryland, and with individual members of those institutions representing approximately 5,000 households. Together, the three contracts represent \$8 million in purchasing power, and an annual utility bill savings of approximately \$1 million, or a 15 percent reduction in utility costs. First Trinity Lutheran Church in Washington, DC, reported an annual savings of \$6,000 on its utility bills, investing the savings into its food pantry, low-income housing developments, and jobtraining programs. In two of the three bids, Groundswell has negotiated for clean energy supply options through wind generation and purchase of renewable energy credits, enabling customers to reduce greenhouse gas emissions as well as lower utility costs.

Baltimore City's Community Action Centers report that utility bill assistance is the number one reason individuals and families are drawn to the centers to request help. The age and condition of the housing stock combined with the wide range of temperatures experienced in Maryland result in high utility bills that have a staggering impact on low-income families. Without energy assistance, low-income households can spend up to one-fourth of their income on heating and maintaining appliances.

The Abell Foundation awarded a \$50,000 grant to Groundswell, allowing it to increase staff and create an outreach strategy to extend the Community Power Project to Baltimore City, and to increase the number of participating organizations and residents. The funding allows Groundswell to extend the reach of the Community Power Project to low-income communities that can benefit the most from measures that reduce the cost of energy bills. In partnership with affordable housing providers, churches, neighborhood associations, schools, and organizations working on neighborhood energy efficiency and greening programs, Groundswell intends to engage 25 institutional and nonprofit leaders in Baltimore, enroll 15 new institutions in Baltimore, and enroll 350 individuals in the residential savings program. With additional advocacy from the Baltimore City Office of Sustainability, Groundswell subsequently received a \$50,000 matching grant from the Funders' Network for Smart Growth and Sustainability to continue the expansion of the Community Power Project in Baltimore City.

## CIVIL JUSTICE/FRAUDULENT TAX PREPARERS PROJECT

In February 2012, Civil Justice received a grant from The Abell Foundation for \$90,000 in support of its Fraudulent Tax Preparer project for 2012 and 2013, in a partnership with the Maryland CASH Campaign. The program is designed to reduce abuse and noncompliance with recent state legislation regulating the activities of tax preparers by educating consumers, performing community outreach, and training attorneys to undertake tax fraud litigation in Maryland. Civil Justice and project subgrantee Maryland CASH Campaign collaborated on a public and legal education campaign to inform consumers and attorneys of harmful tax products and fraudulent practices.

The number of Refund Anticipation Loans (RALs) has decreased significantly due to recent actions by federal regulators who determined that underwriting tools used for RALs were unsound. As a result, the three biggest banks offering RALs—JP Morgan Chase, HSBC, and Santa Barbara Trust—have stopped offering them, minimizing availability to consumers.

However, Refund Anticipation Loans have since been replaced with Refund Anticipation Checks (RACs), temporary bank accounts into which a refund is deposited. Consumers access the money through a check or prepaid card, allowing them to pay for tax preparation fees with the refund while still providing the speed of direct deposit for unbanked taxpayers—but generally at an additional cost ranging from \$25 to several hundred dollars. In addition to junk fees, tax preparers often commit other acts in violation of state law. Regrettably, many consumers do not know they purchased a fraudulent tax product, and attorneys are not bringing many claims on behalf of consumers because they, too, have limited knowledge of RACs and state laws limiting these products.

In response, Maryland CASH launched a public education campaign, distributing more than 5,000 educational fliers to more than 100 community groups, local businesses, and individuals. It also compiled an informational article, which was sent to more than 250 community groups, homeowners' associations, nonprofits, and individuals for use in their newsletters.

Civil Justice has trained attorneys to identify and litigate cases under legislation pertaining to Refund Anticipation Loans and Refund Anticipation Checks. To date, two training sessions have been held with 24 Maryland attorneys receiving training. The challenge for Civil Justice was finding Maryland attorneys who practiced tax law and were familiar with the legislation, and could train other attorneys. Legal partners such as Legal Aid are screening for tax preparation issues and are calling Civil Justice with referrals for private attorneys.

Civil Justice also developed in-house expertise regarding Maryland's new statute and similar laws in other states. Maryland's statute is based on regulation that exists in 19 other states. Most legal action in these states has been filed by that state's attorney general or in the form of a class action lawsuit. Civil Justice believes more research must be conducted to analyze why private bar associations are not pursuing individual case litigation.

Both Civil Justice and Maryland CASH Campaign have co-authored a research paper on the issue and its effect on Baltimore City.

Further, the two organizations have worked to identify potential victims by reviewing hundreds of complaints filed with the Maryland Attorney General's office and the Maryland Department of Labor Licensing and Regulation. They sent letters to the complainants, with intake forms completed for those who responded to the mailing. It became evident that many of the parties involved were not aware they had taken out a loan.

Maryland CASH Campaign plans to utilize the findings from its research with both consumers and attorneys as it develops a 2014 state legislative strategy.

# **CRIMINAL JUSTICE AND ADDICTIONS**

#### BEHAVIORAL HEALTH SYSTEM BALTIMORE

Each year hundreds of patients in Baltimore City enter into residential substance abuse treatment only to leave treatment prematurely before completing the clinically recommended length of stay. Research indicates that most addicted individuals need at least three months in treatment to significantly reduce or stop their drug use, and that the best outcomes occur with longer durations of treatment. These incomplete treatment episodes frequently contribute to increased costs as a result of patients cycling through the system.

Neurofeedback, a relatively new adjunct to treatment, has been associated with higher retention rates and abstinence among patients in residential substance abuse treatment. It teaches people how to self-regulate their brainwaves to achieve desired patterns that improve the ability to relax and maintain focused attention, as well as to develop many other positive mental states. Research has shown that neurofeedback has successfully treated attention deficit hyperactivity disorder, sleep disorders, depression/anxiety, and addiction.

In 1989, a study was conducted by Peniston and Kulkosky at a VA hospital and included 20 male severe alcoholics who had a minimum of four prior admissions for treatment, and more than 20 years of dependence. In a follow-up study conducted 13 months later, the researchers found that eight of the 10 men in the experimental group were still in remission, compared to two in the 10-person control group.

In 2005, a group of researchers, including neurotherapist Bill Scott, conducted a study of the poly drug population in a long-term residential treatment program in California. The follow-up study found that 77 percent of the experimental group was in remission a year later, compared to only 44 percent of the control group. Further, a nonpublished follow-up study conducted three years later showed that the rate of remission had been sustained for the experimental group, whereas the control group had more relapses.

In 2007, Scott developed the Brain Paint system to make the benefits of neurofeedback more accessible to the general public. Previously, neurofeedback was only available to the small number of people who could afford the expensive treatment, which ranged in cost from \$2,000 to \$10,000 per treatment episode. The Brain Paint machine reduces the cost of the treatment by automating the evidenced-based neurofeedback protocols through technology and removing the need for a licensed clinician to run the session—analysis of the findings is conducted offsite.

The Abell Foundation provided grant funding to Behavioral Health System Baltimore (BHSB) to pilot the Brain Paint system in two Baltimore City residential substance abuse treatment programs. The goals of the project are to track treatment outcomes such as retention and, if the pilot is successful, to look into the feasibility of expanding neurofeedback sessions to other treatment providers. BHSB will manage and oversee the pilot program including data collection and analysis. Bill Scott and the Center for Brain Training will provide on-site training and technical assistance regarding the operation of the Brain Paint system.

#### **CONSERVATION AND ENVIRONMENT**

# CHESAPEAKE BAY FOUNDATION/ BALTIMORE HARBOR OYSTER GARDENING PROJECT

The Chesapeake Bay has suffered extraordinary losses in its once vibrant oyster population. Current oyster levels are less than 1 percent of what they were at the time of Captain John Smith's exploration of the Chesapeake Bay in 1608. Oysters are critical to the ecological health of the Bay: one adult oyster filters 50 gallons of water a day by eating nitrogen and algae—two of the most common pollutants in the Bay and its waterways.

As part of a comprehensive effort to restore oyster reefs in the Bay, the Chesapeake Bay Foundation (CBF) is partnering with the Waterfront Partnership of Baltimore's Healthy Harbor Initiative (WPB) to grow baby oysters in the Baltimore Harbor. Among practices that reduce nitrogen from waterways, according to CBF, oysters provide the "biggest bang for the buck."

In October 2013, the Baltimore Harbor Oyster Gardening Project planted 56,250 baby oysters, called "spat," in 75 cages at five different locations around the Inner Harbor. Local businesses and schools "adopted" these cages, and employees and students were trained by CBF staff to care for the baby oysters (typically involving monthly cleanings). At the end of the eight to nine months required for a baby oyster to grow to maturity, the surviving oysters were moved to an existing oyster sanctuary at Fort Carroll—an artificial island built by the U.S. War Department in the mid-19th century where they will continue to filter water in the Baltimore Harbor for the remainder of their expected 20- to 30-year lifespan.

One in three oyster spat typically lives to maturity, and oyster reefs have a survival rate of 75 percent or more. This means that the Baltimore Harbor Oyster Gardening Project can expect to result in the filtration of more than 700,000 gallons of water in the Harbor each day over the next 20 to 30 years. Project leaders are also hoping that these oysters will spawn millions of new oyster "spat" that will in turn filter more water in the Baltimore Harbor.

This project evolved from a series of educational trips that CBF and WPB hosted in the spring of 2013 to educate local residents and businesses about the health of the Harbor. Participants asked what they could do to help, and their inquiries led to this project. The Abell Foundation's start-up grant has enabled CBF to work with WPB to launch the pilot project. It is CBF's hope that this pilot project will expand and will eventually lead to a steady stream of water-filtrating oysters in the Harbor, as well as increased interest and participation in cleaning up the Harbor on the part of local Baltimore businesses, schools, and other institutions.

#### ARTS

#### CHESAPEAKE SHAKESPEARE COMPANY

The Chesapeake Shakespeare Company (CSC) was founded in 2002 in Howard County to bring innovative, accessible Shakespeare theater to Maryland. For the past 12 years, it has put on outdoor performances during the summer months against the backdrop of the ruins of the Patapsco Female Institute Historic Park in Ellicott City. In September 2014, CSC will open a new, indoor "Globe Theater" in Baltimore City.

With a \$250,000 grant from The Abell Foundation, CSC is nearing completion of the renovation of the 19th century Mercantile Safe Deposit and Trust Building on the northeast corner of Calvert and Redwood streets in downtown Baltimore. The 20,000-square-foot building is being transformed from its most recent use as a nightclub into an intimate, three-tiered, 250-seat theater with seats on three sides of the stage. CSC retained the painted dome ceiling, the three-story Doric pillars, original windows, and other architectural features of the original 1889 bank building, and in the process of renovation is helping to revitalize Baltimore's downtown.

The CSC's Ellicott City stage has served more than 5,000 patrons per season, and the CSC hopes to attract as many as 25,000 additional patrons to its new year-round, more convenient location in Baltimore. In addition to its theater patrons, CSC has served 6,000 students and children in Ellicott City through its outreach and educational programming. It has done so by offering free admission to its summer season and providing summer camps, in-school workshops, residencies, and extensive school matinee tours. CSC intends to expand its educational programming in its new setting to include Baltimore City Public Schools students, and hopes to build a partnership with the Baltimore School for the Arts for potential casting and internship development. Despite the building's formal appearance, the new theater will encourage the same informal interaction with Shakespeare that was the norm in England during "the Bard's" time; patrons will be encouraged to visit the bar mid-performance, and a family viewing room will allow parents with young children to enjoy the performance without disturbing their fellow patrons.

THE

ABELL

FOUNDATION

2013 GRANTS

# **EDUCATION**

Baltimore City Community College
Baltimore City Public Schools \$145,000  Baltimore, MD  For support of the 2013 SummerREADs book distribution program for 2nd- and 3rd-grade students in 20 Baltimore City public schools.
Baltimore City Public Schools \$170,442 Baltimore, MD For support of the 2013-2014 National Academic League in 28 Baltimore City public middle schools.
Baltimore Kids Chess League, Inc. \$64,000 Baltimore, MD For support of the 2013-2014 BCPS Chess Education Project, an after school program in more than 50 Baltimore City elementary, middle, and high schools.
Baltimore Leadership School for Young Women
BCPS/Baltimore City College High School
BCPS/Cecil Elementary School
The Bridgespan Group, Inc
Carnegie Institution for Science

Center for Supportive Schools
CollegeBound Foundation, Inc
Fund for Educational Excellence
Fund for Educational Excellence \$20,000 Baltimore, MD To partner with Baltimore Education Research Consortium to provide targeted research for the Baltimore Campaign for Grade Level Reading.
The Ingenuity Project
Johns Hopkins University School of Education
Maryland Family Network
Morgan State University
New Leaders Baltimore

Reading Partners
Saint Frances Academy
Success for All Foundation, Inc
Teach For America Baltimore
WORKFORCE DEVELOPMENT
Art with a Heart
Baltimore Reads, Inc
BioTechnical Institute of Maryland, Inc
BWI Community Development Foundation
Baltimore City residents working in the suburbs.

C C . I . I . E . '1'
Center for Urban Families
For support of STRIVE Baltimore, a job-training and placement program.
9
Civic Works\$261,173
Baltimore, MD
For support of the Baltimore Center for Green Careers job-training program.
The Downtown Sailing Center\$25,000
Baltimore, MD
Toward support of the Sail Instructor Trainee program for at risk Baltimore
City high school students.
The Family League of Baltimore City, Inc\$25,000
Baltimore, MD
For support of a planning initiative to connect out-of-work and out-of-school
young adults to the economic life of Baltimore.
Humanim, Inc\$226,153
Baltimore, MD
Toward start up costs of DETAILS, a deconstruction and innovative use
social enterprise.
Job Opportunities Task Force
Baltimore, MD  For support of the Poltimore CASH Compaign, on initiative to offen free toy
For support of the Baltimore CASH Campaign, an initiative to offer free tax preparation and increase receipt of the Earned Income Tax Credit.
preparation and increase receipt of the Earned Income Tax Credit.
Job Opportunities Task Force\$150,000
Baltimore, MD
Toward support of the JumpStart Pre Apprenticeship Training Program for
Baltimore City residents.
Looming Is For Tomorrow Inc
Learning Is For Tomorrow, Inc\$24,000 Baltimore, MD
Toward support of an adult literacy program for residents of Southeast Baltimore.
71
Maryland Center for Adult Training, Inc\$40,000
Baltimore, MD
For support of the Certified Nursing Assistant/Geriatric Nursing Assistant,
Patient Care Technician, and GED prep training programs for unemployed
and underemployed youth and adults in Baltimore City.
Maryland Consumer Rights Coalition, Inc\$20,000
Baltimore, MD
For support of a study of private career schools in Baltimore City and the
State of Maryland.

Maryland New Directions
Toward support of the Career Focus job-training program for unemployed, disadvantaged Baltimore City residents.
Rose Street Community Center
Seedco
For continued support of EarnBenefits Baltimore, a technical assistance initiative to help low wage workers and individuals access benefits.
St. Vincent de Paul of Baltimore, Inc. \$80,000  Baltimore, MD  For support of the Learn to Earn program, a job-training readiness program, at the St. Ambrose Outreach Center.
Vehicles for Change, Inc. \$80,500  Baltimore, MD  For expansion of an initiative to provide 35 cars to low income persons in Baltimore City.
The Work First Foundation
HEALTH AND HUMAN SERVICES
ACLU Foundation of Maryland, Inc
ACLU Foundation of Maryland, Inc
Advocates for Children and Youth

Advocates for Survivors of Torture and Trauma
Toward operating support of a pro bono therapy and case management
program for survivors of torture and war trauma living in Maryland.
Baltimore City Health Department
For continued support of the Teen Pregnancy Prevention Initiative.
Baltimore Medical System, Inc\$113,666 Baltimore, MD
Toward support of an Asthma Improvement Project for students in four
Baltimore City public schools.
Baltimore Rowing Club
Toward support of Reach High Baltimore, an after-school rowing program designed to serve at risk Baltimore City middle school students.
,
Beat the Streets Baltimore\$25,000 Baltimore, MD
For the purchase of wrestling mats for an after-school amateur wrestling
program in 12 Baltimore City public schools.
Catholic Charities\$46,140
Baltimore, MD
For support of the Traveler's Aid Voucher Program at The Samaritan Center.
Franciscan Center\$40,000
Baltimore, MD Toward the purchase and installation of a new HVAC system.
Franciscan Center\$175,000
Baltimore, MD
For general support of programs providing emergency services and case
management to families in crisis.
Health Care for the Homeless, Inc
Baltimore, MD
For the integration of billing and Electronic Health Records systems.
Intercultural Counseling Connection\$10,000
Baltimore, MD
Toward support of mental health services for refugees living in Baltimore City.

Loving Arms, Inc\$1 Baltimore, MD	133,491
For support of operating costs of N.R. House, a residential facility providing services for homeless youth and their families.	
Manna House, Inc. \$ Baltimore, MD Toward general support of a drop-in center for the homeless and needy in Baltimore City.	\$50,000
Maryland Citizens' Health Initiative Education Fund, Inc	\$50,000
Maryland Food Bank	\$50,000
Maryland Foundation of Dentistry for the Handicapped	\$20,000
Meals on Wheels of Central Maryland, Inc.  Baltimore, MD  For support of case management services for poor Baltimore City homebound seniors.	\$50,000
Parks & People Foundation	113,000
Paul's Place, Inc	\$50,000
Poverty & Race Research Action Council	\$50,000
The Samaritan Community	\$20,000

The Shepherd's Clinic
For support of operating costs to provide primary and specialty health care to uninsured persons in Baltimore City.
St. Vincent de Paul of Baltimore, Inc. \$250,000  Baltimore, MD  Toward renovation costs of Sarah's Hope, Mount Street, serving homeless women and children in Sandtown Winchester.
Tahirih Justice Center
and girls in Baltimore City who are fleeing gender based violence.  COMMUNITY DEVELOPMENT
Adopt A Block, Inc
Baltimore City Department of General Services
Management Plan for Baltimore City government.  Baltimore City Department of Planning
Baltimore Neighborhood Collaborative/ABAG
Baltimore Tree Trust
Banner Neighborhoods Community Corporation

Belair Edison Neighborhoods, Inc
Blue Water Baltimore
Citizens Planning and Housing Association, Inc. \$90,000  Baltimore, MD  For support to implement an organizing strategy to engage neighborhoods in an effort to reduce the number of liquor stores in Baltimore City.
Civic Works \$29,524  Baltimore, MD  For the salary of an eight month Assistant Supervisor position for the Community Lot Team.
Community Law Center, Inc
Community Law Center, Inc
Druid Heights Community Development Corporation
Emerging Technology Centers, Inc
Food Research & Action Center

Friends of Great Kids Farm
To hire a Volunteer Coordinator for the Great Kids Farm.
Fusion Partnerships, Inc
Greater Homewood Community Corporation, Inc
Groundswell
Healthy Neighborhoods, Inc. \$75,000  Baltimore, MD  For general support and for activities of participating neighborhoods targeted for revitalization.
Johns Hopkins University
Johns Hopkins University
Maryland Consumer Rights Coalition, Inc
Station North Arts and Entertainment District, Inc. \$7,500  Baltimore, MD  Toward costs related to converting the vacant lot at 4 West North Avenue into the Ynot Lot, an outdoor event space.

Trash-Free Maryland Alliance/ Alice Ferguson Foundation, Inc
University of Baltimore
Waterfront Partnership of Baltimore, Inc. \$25,000  Baltimore, MD  For the purchase of a boat to service and maintain the Solar Powered  WaterWheel Trash Interceptor in the Inner Harbor.
Waverly Main Street
CRIMINAL JUSTICE AND ADDICTIONS
CRIMINAL JUSTICE AND ADDICTIONS  ACLU Foundation of Maryland, Inc
ACLU Foundation of Maryland, Inc
ACLU Foundation of Maryland, Inc

Free State Legal Project
Fusion Partnerships, Inc
Johns Hopkins University Bloomberg School of Public Health \$144,918 Baltimore, MD For Year 1 support of a study, "Evaluating the Effects of Law Enforcement Actions to Combat Illegal Drugs and Guns on Violent Crime in Baltimore."
Nu Direction/LEAP \$10,000  Baltimore, MD  Toward staffing and the purchase of equipment for a supportive housing facility for men recovering from substance abuse.
Office of the State's Attorney for Baltimore City
Pretrial Justice Institute
TurnAround, Inc. \$235,000  Towson, MD  Toward support of operating expenses to provide outreach, support services, emergency shelter, and transitional housing for Baltimore City victims of sex trafficking and their children.

# CONSERVATION AND ENVIRONMENT

Association of Baltimore Area Grantmakers\$45,000 Baltimore, MD
For general support of the Maryland Environmental Health Network.
Chesapeake Climate Action Network
Chesapeake Climate Action Network
Chesapeake Legal Alliance
Environmental Integrity Project
Maryland League of Conservation Voters Education Fund
Midshore Riverkeeper Conservancy
National Wildlife Federation

## **ARTS**

<b>Chesapeake Shal</b>	kespeare	Company	 •	• • • • • • • • • • • • • • • • • • • •	•••••	\$250,000
Ellicott City, MD	)					

Toward the renovation of the Mercantile Safe Deposit and Trust building to house a theater in downtown Baltimore.

# Museum of Ceramic Art......\$38,000 Baltimore, MD

For support of the 2013 2014 in school and after school ceramic art programs in 41 Baltimore City public middle schools.

# Single Carrot Theatre......\$75,000 Baltimore, MD

Capital funding toward the redevelopment of a tire shop for use as a community art theater, and toward operating costs.

# ADDITIONAL GRANTS OF \$5,000 OR LESS HAVE BEEN AWARDED TO THE FOLLOWING ORGANIZATIONS:

## **EDUCATION**

Arts Education in Maryland Schools Alliance

Association of Baltimore Area Grantmakers

Baltimore Teacher Network

BCPS/Baltimore City College High School

BCPS/Hampstead Hill Academy Elementary/Middle School

BCPS/Roland Park Elementary/Middle School

Calvert Institute for Policy Research

CollegeBound Foundation, Inc.

Gilman School

Johns Hopkins University

National Council on Teacher Quality

Office of the Mayor/Back to School Rally

Saint Frances Academy

## WORKFORCE DEVELOPMENT

Art with a Heart Fusion Partnerships Job Opportunities Task Force Public Justice Center, Inc.

## **HEALTH AND HUMAN SERVICES**

ACLU Foundation of Maryland, Inc.
Baltimore Browns Football and Cheer Program
Centro de la Comunidad, Inc.
Charm City Youth Sports Development

Covenant Community Association

Cristata Cares, Inc.

Cystic Fibrosis Foundation, Maryland Chapter

Greater Bethesda Missionary Baptist Church

Greater Homewood Community Corporation

GROUP Ministries, Inc.

Holy Rock Christian Community Church

**HOPE** Foundation

Julie Community Center

The Juxtopia Group, Inc.

Loving Arms, Inc.

The Northeast Youth Association

Northwest Bulldogs Youth Football

Park Heights Renaissance, Inc.

Parkside Warriors

Pilgrim Temple Church, Inc.

Saint Frances Academy

The Salvation Army

Santa Claus Anonymous

Santa's Helpers Anonymous, Inc.

St. Mary's Outreach Center

United Way of Central Maryland

University of Maryland School of Medicine

## **COMMUNITY DEVELOPMENT**

The 6th Branch

A New Faith Community

American Institute of Architects, Baltimore Chapter

**Associated Black Charities** 

Baltimore Efficiency & Economy Foundation, Inc.

Baltimore Green Space

Baltimore Neighborhoods, Inc.

Baltimore Tree Trust

Chesapeake Bay Foundation

Citizens Planning and Housing Association, Inc.

Civic Works

Downtown Baltimore Family Alliance

Downtown Partnership of Baltimore

Economic Alliance of Greater Baltimore

Friends of Great Kids Farm

Fusion Partnerships, Inc.

GiveCorps Foundation

Johns Hopkins Institute for Policy Studies

KaBOOM!

Lutheran Immigration and Refugee Services

Open Society Institute - Baltimore

# CRIMINAL JUSTICE AND ADDICTIONS

A Reason to Recover

Beginning Effective Recovery Together

Blessings Bestowed Restoration Support Program, Inc.

Community Mediation Maryland

Deborah's Place, Inc.

Druid Heights Community Development Corporation

House of Change, Inc.

The Justice Policy Institute

Maryland Association for Supportive Housing

Maryland Citizens' Health Initiative Education Fund, Inc.

No Turning Back

Nu Direction

Praising Through Recovery

Sylvan Beach Foundation, Inc.

Together We Can II, Inc.

Tuerk House, Inc.

TuTTie's Place

University of Maryland School of Law

## **CONSERVATION AND ENVIRONMENT**

Chesapeake Bay Foundation

Chesapeake Climate Action Network

Humanim, Inc.

Irvine Nature Center

Maryland Environmental Trust

The Sierra Club Foundation - Maryland Chapter

US Green Building Council Baltimore Regional Chapter, Inc.

#### **ARTS**

**Baltimore Composers Forum** 

Baltimore Museum of Art

Baltimore Office of Promotion and the Arts

Community Concerts at Second

Creative Alliance, Inc.

Flower Mart at Mount Vernon, Ltd.

High Zero Foundation, Inc.

Maryland Citizens for the Arts Foundation

Parks & People Foundation

The Star Spangled Banner Flag House

Young Victorian Theatre Company

## **OTHER**

The Foundation Center

Greater Baltimore Committee

FINANCIAL

STATEMENTS

2013

# FINANCIAL STATEMENTS

# **Consolidated Statements of Financial Position**

	2013	2012
	\$335,322,180	\$302,572,951
	210,564	497,397
	10,225,094	9,571,324
Note 5)	4,675,700	4,478,565
	\$350,433,538	\$317,120,237
	\$4,931,161	\$8,307,526
	28,271,726	28,348,016
	2,719,883	2,770,613
	35,922,770	39,426,155
	314,510,768	277,694,082
	\$350,433,538	\$317,120,237

See notes to consolidated financial statements.

# **Consolidated Statements of Activities**

Years Ended December 31, 2013 and 2012	2013	2012
OPERATING REVENUE:		
Dividends	\$3,028,965	\$3,210,428
Interest	1,874,201	2,538,628
Partnership loss, net	(2,692,488)	(1,980,238)
Incentive tax credit refund	500,000	329,988
Other	190,102	234,804
<b>Total Operating Revenue</b>	2,900,780	4,333,610
OPERATING EXPENSES:		
Grants approved	9,790,896	17,385,234
Matching gifts program	278,651	238,658
Direct charitable activities	348,586	362,231
Administrative expenses	3,111,282	2,897,835
Investment expenses	1,097,516	1,146,632
Federal excise tax provision	250,000	92,653
<b>Total Operating Expenses</b>	14,876,931	22,123,243
Decrease in net assets before investment gains	(11,976,151)	(17,789,633)
INVESTMENT GAINS:		
Realized gain on sales of investments	9,188,023	5,814,627
Unrealized loss on program-related investments and other loans	(80,772)	(6,884,155)
Unrealized loss on guarantees	(10,000)	(56,396)
Unrealized gain on investments (Note 3)	39,695,586	25,600,707
Net Investment Gains	48,792,837	24,474,783
Change in unrestricted net assets	36,816,686	6,685,150
UNRESTRICTED NET ASSETS:		
Beginning	277,694,082	271,008,932
Ending	\$314,510,768	\$277,694,082

See notes to consolidated financial statements.

# FINANCIAL STATEMENTS

# **Consolidated Statements of Cash Flows**

Years Ended December 31, 2013 and 2012	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	\$36,816,686	\$6,685,150
Adjustments to reconcile change in net assets to net cash		
used in operating activities:		
Unrealized gain on investments	(39,695,586)	(25,600,707)
Realized gain on sales of investments	(9,188,023)	(5,814,627)
Realized loss on partnerships	2,692,488	1,980,238
Unrealized losses on program-related investments and other loans	80,772	6,884,155
Unrealized loss on guarantees	10,000	56,396
Grants approved	9,790,896	17,385,234
Grants paid	(13,167,261)	(13,681,892)
Depreciation and amortization	31,972	29,846
Changes in assets and liabilities:		
(Increase) decrease in:		
Accrued dividends and interest receivable, net	286,833	46,700
Program-related investments, net	(734,542)	(4,267,420)
Increase (decrease) in:		
Guarantee liabilities	(86,290)	(15,937)
Payables and other liabilities	(50,730)	261,275
Net cash used in operating activities	(13,212,785)	(16,051,589)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from disposition of investments	55,456,402	55,198,677
Purchase of investments	(42,014,510)	(38, 573, 414)
Cash value of life insurance and other assets	(206,310)	(514,180)
Capital expenditures	(22,797)	(59,494)
Net cash provided by investing activities	13,212,785	16,051,589
Net change in cash and cash equivalents	_	_
CASH AND CASH EQUIVALENTS:		
Beginning of year		<u> </u>
End of year	\$ —	\$ —
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid during the year for excise taxes	\$170,000	\$130,000

See notes to consolidated financial statements.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

#### Note 1. NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES

Nature of activities: The Abell Foundation, Inc. is a Section 501(c)(3) exempt organization which is classified as a "Private Foundation" under Section 509(a) of the Internal Revenue Code (IRC). The Foundation's mission is to effect positive change on societal problems of Maryland with a special focus on Baltimore City. Priority is given to programs that promote educational reform, job creation and economic development, strengthening families, reducing drug addiction, and alleviating hunger and homelessness.

In September 2011, the Abell Foundation, Inc. formed Project Independence (PI), a Delaware Corporation, as a wholly-owned subsidiary, for the purpose of engaging in the development and conversion of cellulosic biomass feedstock materials, such as woody biomass, into fuel and/or waxes. During the year ended December 31, 2013, PRI's assets were fully written off, and there were no outstanding liabilities and member's equity. At December 31, 2012, PI's assets of \$908,758 were fully reserved, and there were no outstanding liabilities and member's equity.

In November 2011, the Abell Foundation, Inc. formed West Pratt Holdings, LLC (West Pratt), of which it is the sole member, to purchase two buildings and a parking lot previously owned by a substance abuse center. The Foundation believes that by purchasing these properties, they are ensuring that the facility can remain open to serve an underserved population in Baltimore City.

In March 2013, the Abell Foundation, Inc. formed South Charles Holdings, LLC (South Charles), of which it is the sole member, to purchase two buildings and a parcel of land previously owned by a hospital.

The Abell Foundation, Inc., West Pratt, South Charles, and PI are collectively referred to as "the Foundation."

The net assets of West Pratt and PI are reflected within program related investments and the net assets of South Charles are reflected within investments on the consolidated statements of financial position.

The following is a condensed statement of financial position for West Pratt on a separate company basis as of December 31, 2013 and 2012:

Assets	2013	2012
Assets		
Cash	\$350,597	\$132,754
Other Assets	115,131	29,561
Property and equipment	3,541,332	3,622,871
Total assets	\$4,007,060	\$3,785,186
Liabilities AndMember's Equity		
Liabilities		
Accrued expenses	\$31,687	\$160,746
Total liabilities	31,687	160,746
Member's equity	3,975,373	3,624,440
Total liabilities and member's equity	\$4,007,060	\$3,785,186
* '		

The following is a condensed statement of financial position for South Charles on a separate company basis as of December 31, 2013:

\$43,069
7,251,722
\$7,294,791
\$315,255
315,255
6,979,536
\$7,294,791

# Note 1. NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES continued

A summary of the Foundation's significant accounting policies follows:

**Principles of consolidation:** The consolidated financial statements include the accounts of the Abell Foundation, Inc., West Pratt, South Charles, and PI. All intercompany accounts and transactions were eliminated for purposes of consolidation.

**Basis of accounting:** The accompanying consolidated financial statements are presented in accordance with the accrual basis of accounting, whereby revenue is recognized when earned and expenses are recognized when incurred.

**Cash and cash equivalents:** For purposes of reporting cash flows, the Foundation considers money market funds and investments with original maturities of less than three months to be cash equivalents. The carrying amount approximates fair value due to the short maturity of these instruments.

#### **Investments:**

- Investments, excluding direct investments and partnerships that invest in real estate, timber, and private equity, are stated on the basis of current quoted market prices.
- Direct investments include equity and convertible securities with privately held companies that are not readily marketable. Certain of these investments are stated at fair value as determined by management and approved, at least annually, by the Finance Committee of the Board of Trustees of the Foundation. In determining fair value, management considers relevant qualitative and quantitative information available. This information includes such factors as the financial condition and operating results of each company, the economic and market conditions affecting its operations, and any financing transactions or subsequent events that may be indicative of a change in value. The values assigned to these investments are based on currently available information and do not necessarily represent amounts that might ultimately be realized, since such amounts will depend on future circumstances. Changes in market value are reflected in unrealized gains and losses on investments.
- Partnership investments include certain investments that
  are not readily marketable. The market value of such
  partnerships is determined by the general managers or
  managers of the partnerships and changes in value are
  reported in unrealized gains and losses on investments.
  The unrealized gains and losses are adjusted for allocation
  to partnership income, expenses, and realized gains and
  losses, which are reported separately, as such information
  becomes available.

Investments in equity securities carried at cost: The investments in nonmarketable equity securities represents the Foundation's investment in companies in which the Foundation used the cost method to account for the securities because the fair value of cost-method investments is not readily determinable. The investments have a cost basis of \$12,386,417 and \$5,406,881 at December 31, 2013 and 2012, respectively. The Foundation recorded an impairment reserve of \$652,000 and \$326,000 at December 31, 2013 and 2012, respectively.

**Program-related investments and other loans:** Program-related investments represent loans to and equity investments in for-profit and not-for-profit entities that facilitate activities supported by the Foundation. Program-related investments are reported at cost of \$5,801,079 and \$8,775,383, net of an allowance for uncollectible amounts of \$366,626 and \$3,531,648 at December 31, 2013 and 2012, respectively.

Other loans represent loans to unrelated entities, principally for investment in for-profit companies. The loans are reported at cost of \$20,177,225 and \$16,486,331, net of an allowance for uncollectible amounts of \$15,386,584 and \$12,158,742 at December 31, 2013 and 2012, respectively..

**Financial risk:** Investments, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the risk associated with the Foundation's investments, it is reasonably possible that changes in the values of the Foundation's investments will occur in the near term and that such changes could materially affect the amounts reported in the consolidated financial statements.

**Property and equipment:** Property and equipment are recorded at cost and depreciated on a straight-line basis over their estimated useful lives, either five or seven years. Property and equipment are included in the cash value of life insurance and other assets, net, on the consolidated statements of financial position.

**Grants:** Grants are recorded as grants payable when approved by the Board of Trustees. If the needs of the grant programs are less than the amount approved, or if the grantee fails to meet routine requirements specified at the time of approval, the grants, in part or in whole, may be cancelled or refunded. These cancellations or refunds are recognized in the year in which they occur.

**Guarantees:** Assets and liabilities have been recorded for the fair value of obligations for guarantees issued in 2013 and 2012 (see Note 7). Income or losses relating to guarantees are recognized upon the expiration of the guaranteed obligation.

**Financial instruments:** The carrying amount of accrued dividend and interest receivables, payables and other liabilities approximates fair value due to the short maturity of these instruments. Other liabilities also include an obligation under a split-dollar life insurance policy which is carried net of a present value discount (see Note 5).

**Use of estimates:** The preparation of financial statements requires 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 revenue and expenses during the reporting period. Actual results could differ from those estimates.

**Income tax status:** The Foundation is generally exempt from federal income taxes under Section 501(c)(3) of the IRC. In addition, the Foundation has been classified as a Private Foundation under Section 509(a). The Foundation is subject to excise tax on net investment income, which includes realized gains. Accordingly, a federal excise tax provision of \$250,000 and \$92,653 has been provided at an effective rate of 2% and 2% for 2013 and 2012, respectively. As of December 31, 2013 and 2012, the Foundation was in compliance with the

income tax regulation which requires minimum distributions of approximately 5% of the market value of the Foundation's assets on an annual basis. Federal excise taxes paid totaled \$170,000 and \$130,000 for the years ended December 31, 2013 and 2012, respectively.

PI, a C Corporation, files separate federal and state tax returns. West Pratt and South Charles are both single member limited liability companies (LLC) wholly owned by the Foundation. Accordingly, all activity is reported under the Foundation's name, and the LLCs assume the same tax status as the Foundation.

The Foundation adopted the accounting standard on accounting for uncertainty in income taxes, which addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under this guidance, the Foundation may recognize the tax benefit from an uncertain tax position only if it is more-likely-than-not that the tax position will be sustained on examination by taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. The guidance on accounting for uncertainty in income taxes also addresses de-recognition, classification, interest and penalties on income taxes, and accounting in interim periods.

Management evaluated the Foundation's tax positions and concluded that the Foundation had taken no uncertain income tax positions that require adjustment to the financial statements to comply with the provisions of this guidance. Generally, the Foundation is no longer subject to income tax examinations by the U.S. federal, state or local tax authorities for years before 2010.

As a result of its investments in qualified biotechnology companies in the State of Maryland, the Foundation was eligible to receive incentive tax credit refunds of \$500,000 and \$329,988 in 2013 and 2012, respectively. These amounts were recorded as receivables at December 31, 2013 and 2012.

**Subsequent events:** TThe Foundation evaluated subsequent events through June 3, 2014, which is the date the consolidated financial statements were available to be issued. There are no subsequent events that are required to be recorded or disclosed in the consolidated financial statements.

#### Note 2. FAIR VALUE MEASUREMENTS

The Foundation defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date and sets out a fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Inputs are broadly defined as assumptions that market participants would use in pricing an asset or liability. The three levels of the fair value hierarchy are described below:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. The types of investments included in Level 1 include listed equities and holdings in certain corporate bond funds.

Level 2 - Inputs other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly; and fair value is determined through the use of models or other valuation methodologies. Investments which are generally included in this category include corporate loans, less liquid, restricted equity securities and certain corporate bonds and over-the-counter derivatives. A significant adjustment to a Level 2 input could result in the Level 2 measurement becoming a Level 3 measurement.

Level 3 – Inputs are unobservable for the asset or liability and include situations where there is little, if any, market activity for the asset or liability. The inputs into the determination of fair value are based upon the best information in the circumstances and may require significant management judgment or estimation as described below.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Foundation's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment. The following section describes the valuation techniques used by the Foundation:

Level 1 – Investments in securities and mutual funds traded on a national securities exchange, or reported on the NASDAO national market, are stated at the last reported sales price on the day of valuation. Fair value of exchange-traded contracts is based upon exchange settlement prices. Fair value of nonexchange-traded contracts is based on third-party quoted dealer values on the Interbank market. These financial instruments are classified as Level 1 in the fair value hierarchy.

Level 2 – Investments in government obligations are stated at the last reported sales price on the day of valuation. These financial instruments are classified as Level 2 in the fair value hierarchy. The fair value of the guarantees is estimated based on the interest rate differential charged on the indebtedness as applied to the outstanding obligation.

Level 3 – Level 3 investments are not readily marketable and include direct investments in private equity and investments in partnerships. The direct investments in private equity are stated at fair value as determined by management and approved, at least annually, by the Finance Committee of the Board of Trustees of the Foundation. In determining fair value, management considers relevant qualitative and quantitative information available. This information includes such factors as the financial condition and operating results of each company, the economic and market conditions affecting its operations, and any financing transactions or subsequent events that may be indicative of a change in value. The values assigned to these investments are based on currently available information and do not necessarily represent amounts that might ultimately be realized, since such amounts will depend on future circumstances. Partnership investments include certain investments that are not readily marketable. The market value of such partnerships is determined by the general partners or managers of the partnerships.

## Note 2. FAIR VALUE MEASUREMENTS continued

The following table presents the Foundation's fair value hierarchy for those assets measured at fair value on a recurring basis as of December 31, 2013:

		Fair Value Measurements Using				
		Quoted Prices In Active Markets For Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs		
Description	Total	Level 1	Level 2	Level 3		
Mutual funds:						
Corporate and other bond funds	\$18,427,761	\$18,427,761	\$ —	\$ —		
Government obligation funds	21,055,182	21,055,182	_	_		
Large cap growth funds	36,367,428	36,367,428	_	_		
Large cap value funds	24,858,172	24,858,172	_	_		
Mid cap growth funds	14,757,727	14,757,727	_	_		
Mid cap value fund	8,797,811	8,797,811	_	_		
Small cap growth funds	11,759,651	11,759,651	_	_		
Small cap value funds	10,236,551	10,236,551	_	_		
Stock index fund	63,538,167	63,538,167	_	_		
International funds	78,798,967	78,798,967	_	_		
Real estate and forestry funds	8,952,986	_	_	8,952,986		
Direct investments	20,387,049	_	_	20,387,049		
Private equity funds	1,627,810	_	_	1,627,810		
Investments at fair value	319,565,262	\$288,597,417	\$ —	\$30,967,845		
Cash and cash equivalents	4,022,501					
Investments, at cost, net	11,734,417	_				
Total investments	\$335,322,180	_				

The following table presents the Foundation's fair value hierarchy for those assets measured at fair value on a recurring basis as of December 31, 2012:

		Fair Value Measurements Using			
		Quoted Prices In Active Markets For Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs	
Description	Total	Level 1	Level 2	Level 3	
Government obligations	\$6,369,620	\$ —	\$6,369,620	\$ —	
Mutual funds:					
Corporate and other bond funds	22,172,194	22,172,194	_	_	
Government obligation funds	22,992,180	22,992,180	_	_	
Large cap growth funds	28,186,977	28,186,977	_	_	
Large cap value funds	22,973,406	22,973,406	_	_	
Mid cap growth funds	10,743,442	10,743,442	_	_	
Mid cap value fund	6,184,676	6,184,676	_	_	
Small cap growth funds	7,889,151	7,889,151	_	_	
Small cap value funds	8,842,090	8,842,090	_	_	
Stock index fund	49,726,225	49,726,225	_	_	
International funds	74,412,944	74,412,944	_	_	
Real estate and forestry funds	7,851,721	_	_	7,851,721	
Direct investments	10,642,554	_	_	10,642,554	
Private equity funds	1,215,327	_	_	1,215,327	
Investments at fair value	280,202,507	\$254,123,285	\$6,369,620	\$19,709,602	
Cash and cash equivalents	17,289,563				
Investments, at cost, net	5,080,881	_			
Total investments	\$302,572,951				

Financial instruments classified as Level 3 in the fair value hierarchy represent the Foundation's investments in financial instruments in which management has used at least one significant unobservable input in the valuation model.

The Foundation's guarantee assets and liabilities are measured at fair value on a recurring basis and are classified as Level 2. The guarantee assets were \$351,726 and \$438,016 and the guarantee liabilities were \$351,726 and \$438,016 at December 31, 2013 and 2012, respectively.

#### Note 2. FAIR VALUE MEASUREMENTS continued

The following table presents a reconciliation of activity for the Level 3 financial instruments for the year ended December 31, 2013:

	Balance, January 1, 2013	Return Of Capital	Purchases Of Investments	Net Realized Gains (Losses) On Investments	Net Unrealized Gains (Losses) On Investments	Balance, December 31, 2013
Real estate and forestry funds	\$7,851,721	\$(371,986)	\$1,355,784	\$58,238	\$59,229	\$8,952,986
Direct investments	10,642,554	_	11,611,400	(1,437,494)	(429,411)	20,387,049
Private equity funds	1,215,327	(7,394)	396,879	(97,071)	120,069	1,627,810
Total	\$19,709,602	\$(379,380)	\$13,364,063	\$(1,476,327)	\$(250,113)	\$30,967,845

For assets held at December 31, 2013, the change in net unrealized gains (losses) on investments for the period included in changes in net assets is as follows:

Total	\$(624,803)
Private equity funds	120,069
Direct investments	(804,101)
Real estate and forestry funds	\$59,229

The following table presents a reconciliation of activity for the Level 3 financial instruments for the year ended December 31, 2012:

	Balance, January 1, 2012	Return Of Capital	Purchases Of Investments	Net Realized Gains (Losses) On Investments	Net Unrealized Gains (Losses) On Investments	Balance, December 31, 2012
Real estate and forestry funds	\$7,032,142	\$(1,406,228)	\$2,502,058	\$(1,166,872)	\$890,621	\$7,851,721
Direct investments	9,525,995	_	4,456,667	(676,231)	(2,663,877)	10,642,554
Private equity funds	924,393		487,421	(137, 140)	(59,347)	1,215,327
Total	\$17,482,530	\$(1,406,228)	\$7,446,146	\$(1,980,243)	\$(1,832,603)	\$19,709,602

The Foundation invests in certain entities for which the fair value measurement is assessed using net asset value per share, or its equivalents. Information pertaining to these investments is as follows:

	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Real estate and forestry funds (a)	\$8,952,986	\$2,769,745	Liquidation of partnership	N/A
Private equity funds (b)	1,627,810	1,120,000	None	N/A
Direct investments (c)	20,387,049	_	None	N/A
	\$30,967,845	\$3,889,745	_	

- This category includes investments in several partnerships that invest in commercial and residential real estate and timber assets. The fair value of the investments in this category has been estimated using the net asset value per share of the investments.
- This category includes partnerships which invest in private equity funds. These investments can never be redeemed with the funds. Instead, the nature of the investments in this category is that distributions are received through the liquidation of the underlying assets of the funds. As of December 31, 2013, it was probable that the investments in this category would be liquidated at an amount different from the net asset value of the Foundation's ownership interest in partners' capital. Therefore, the fair value of the investments in this category has been estimated by the fund managers using recent observable transaction information from potential buyers of similar investments. It is estimated that the underlying assets of the funds would be liquidated over five to eight years.
- In determining certain of these inputs, management evaluates a variety of factors including economic conditions, industry and market developments, market valuations of comparable companies and company specific developments including exit strategies and realization opportunities. Management has determined that market participants would take these inputs into account when valuing the investment.

Note 3. INVESTMENTS A summary of investments is as follows at December 31, 2013 and 2012:

		2013			2012	
	Market	Cost	Unrealized Gain (Loss) On Investments	Market	Cost	Unrealized Gain (Loss) On Investments
Short-term investments	\$4,022,501	\$4,022,501	\$ —	\$17,289,563	\$17,289,563	\$ —
Government obligations	21,055,182	21,311,010	(255,828)	29,361,800	24,833,724	4,528,076
Corporate and other bonds	18,427,761	18,798,435	(370,674)	22,172,194	21,588,301	583,893
Marketable equity security funds	249,114,474	181,749,311	67,365,163	208,958,911	186,414,849	22,544,062
Direct investments	32,121,466	49,301,156	(17, 179, 690)	15,723,435	33,336,783	(17,613,348)
Partnerships	10,580,796	10,866,245	(285,449)	9,067,048	9,531,795	(464,747)
Total	\$335,322,180	\$286,048,658	49,273,522	\$302,572,951	\$292,995,015	9,577,936
Less: Unrealized gain (loss) on in	nvestments, beg	inning of year	9 ,577,936			(16,022,771)
Unrealized gain (loss) for the year	ar		\$39,695,586			\$25,600,707

#### Note 4. GRANTS

Unpaid grants at December 31, 2013, are scheduled for payment as follows:

Years Ending December	31,
2014	\$4,881,161
2015	50,000
	\$4,931,161

# Note 5. EMPLOYEES' RETIREMENT PLANS AND BENEFITS

The Foundation's defined contribution pension plan covers substantially all employees who have completed three months of service. Contributions are equal to 10% of each covered employee's salary. Employees are eligible to share in Foundation contributions if they have completed at least 1,000 hours of service during the plan year or were initially employed during the plan year and have completed at least 83 hours of service in each full month of employment during the plan year. Contributions to the plan totaled \$195,808 and \$184,723 in 2013 and 2012, respectively.

In 1989, the Foundation purchased a split-dollar insurance policy on the life of a key employee, naming itself and a key employee as beneficiaries. Upon the death of the key employee, the policy will pay \$1,500,000 to the key employee's designated beneficiary with the remaining accumulated death benefits being paid to the Foundation. At December 31, 2013 and 2012, the policy had death benefits of approximately \$4,624,602 and \$4,363,000, respectively. The cash value of the policy is \$3,393,956 and \$3,659,363 at December 31, 2013 and 2012, respectively. The present value of the liability payable to the key employee upon death of \$918,988 and \$856,865 at December 31, 2013 and 2012, respectively, is included in payables and other liabilities and has been discounted over the life expectancy of the key employee using the interest rate of 7.25% for 2013 and 2012.

#### **Note 6. LEASE AGREEMENT**

During the year ended December 31, 2013, the Foundations' office operating lease was extended through August 31, 2018. Future minimum lease payments relating to the agreement at December 31, 2013, are as follows:

Years Ending December	r 31,	
2014		\$ 202,951
2015		211,047
2016		219,519
2017		228,320
2018		 157,273
		\$ 1,019,110

Rent expense was \$206,830 and \$217,324 for the years ended December 31, 2013 and 2012, respectively.

#### Note 7. GUARANTEES/CONTINGENT LIABILITIES

The Foundation has guaranteed specific bank loan obligations of 14 and 13 different Baltimore for-profit and not-for-profit entities totaling \$41,328,270 and \$43,435,477 as of December 31, 2013 and 2012, respectively, which expire over a period of 1 to 30 years. The Foundation has recorded liabilities related to these guarantees in the amount of approximately \$27,920,000 and \$27,910,000 as of December 31, 2013 and 2012, respectively. In addition, the Foundation had approved future guarantees up to \$2,773,887 and \$5,875,614 subject to review of the bank loans by the Foundation and certain other conditions as of December 31, 2013 and 2012, respectively. In connection with the above guarantees, the Foundation has pledged, as collateral, marketable equity mutual funds with a market value of \$51,661,190 and \$50,142,956 as of December 31, 2013 and 2012, respectively.

Should an entity default on a loan obligation, the Foundation would be responsible for payment of the obligation but would also have full recourse against the entity for all rights outlined in the original loan obligation. Collateral rights are negotiated with the issuing bank on a per-guarantee basis. The Foundation provides for losses on guarantees when management determines a loss, after collateral recovery, is probable. Reserves for guarantee losses are included in guarantee liabilities. Unrealized losses on guarantees of \$10,000 and \$56,396 are included in the consolidated statements of activities for the years ended December 31, 2013 and 2012, respectively. In consideration for the guarantees, for profit entities are required to pay certain fees in cash or stock to the Foundation.

The Foundation recorded a liability for the fair value of the obligation undertaken in issuing the guarantee. The Foundation has recorded liabilities totaling \$351,726 and \$438,016 related to guarantees extended at December 31, 2013 and 2012, respectively. The Foundation has recorded assets associated with these liabilities of \$351,726 and \$438,016 in other assets at December 31, 2013 and 2012, respectively.

In February 2012, the Foundation executed an agreement to provide a line of credit to an entity in which it holds an equity investment. The line provided for maximum borrowings of \$5,000,000 and bore interest at an annual rate of 15%. In November 2013, the Foundation executed an amendment to the original agreement reducing maximum borrowings to \$2,570,000. The amended line of credit bears interest at an annual rate of 15%. There were no advances on the line of credit during 2013 or 2012, and there was no outstanding balance at December 31, 2013 and 2012.

#### INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS

To the Board of Trustees The Abell Foundation, Inc. **Baltimore**, Maryland

#### Report on the Financial Statements

We have audited the accompanying consolidated financial statements of The Abell Foundation, Inc. and Subsidiaries (collectively, the Foundation) which comprise the consolidated statements of financial position as of December 31, 2013 and 2012, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

# Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated 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 consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated 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 entity'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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Abell Foundation, Inc. and Subsidiaries as of December 31, 2013 and 2012, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Baltimore, Maryland

McGladry LLP

June 3, 2014

#### **GUIDELINES FOR GRANTSEEKERS**

The Abell Foundation seeks to serve the needs of Maryland in general, and Baltimore in particular. The Foundation meets the changing needs of the community by responding to unsolicited requests initiated by organizations demonstrating a high-priority unmet need, requesting proposals for special programs, initiating programs that address key issues that show promise of effecting systemic change, and commissioning studies to gather pertinent information about communitywide issues.

#### **EDUCATION**

The challenge to Baltimore City's leadership is to provide its children, the vast majority of whom qualify for free and reduced meals, with access to high-quality educational options from birth through college and/ or career. The Foundation has a strong commitment to the PreK-12 public education system in Baltimore and its educational partners. With a focus on increasing achievement for City students, The Abell Foundation supports efforts to provide quality instruction in all content areas, provide a broad portfolio of effective schools, create successful transitions to and through college and work, increase family engagement, and promote literacy enrichment. In recognition of the pivotal role of quality teaching and school leadership, the Foundation also supports teacher and principal recruitment and retention efforts, as well as leadership development strategies. After-school and summer programming with an academic orientation have received ongoing support to help fill gaps in schoolday offerings. The Abell Foundation is committed to supporting children and youth who are educationally vulnerable while also preserving educational options that serve advanced learners.

#### WORKFORCE DEVELOPMENT

In recognition that a competent, skilled workforce is essential to the economic health and growth of Baltimore City, The Abell Foundation supports job skills training that enables low-income, unemployed and underemployed job seekers to secure jobs that pay family-sustaining wages. Priority is given to programs that link hard-to-serve job seekers with employment, that promote job retention for at least one year of employment, and that enhance opportunities for low-wage workers to improve their skills and move into higher wage jobs.

#### **HEALTH AND HUMAN SERVICES**

The health of a community can only be as strong as the well-being of its citizens. Through grants awarded in the area of Health and Human Services, The Abell Foundation seeks to address societal issues associated with economic insecurity, access to health care, family planning, domestic violence, children's health and well-being, hunger and homelessness. The Foundation also supports legal services and advocacy programs promoting access to health and mental health services, a stronger child welfare system, resources for current and former foster youth, and a comprehensive system of services for the homeless. Finally, the Foundation supports programs that provide opportunities for low-income families to live in quality housing in good neighborhoods throughout the region.

#### **COMMUNITY DEVELOPMENT**

The Abell Foundation encourages initiatives that attract resident investment in neighborhoods, promote sustainability, increase economic development opportunities, and nurture entrepreneurial talent to increase the livability of neighborhoods, the number of residents, the number of jobs and the size of the tax base. As successful households are key to neighborhood health, the Foundation supports efforts to remove barriers preventing residents from stabilizing household finances and invests in community-led projects to improve energy-efficiency, increase fresh food access, enhance neighborhood amenities and reclaim neighborhood green space. In addition, the Foundation maintains an interest in programs that tie the economic health of Baltimore City to the region and state through housing mobility, regional planning and environmental stewardship.

## CRIMINAL JUSTICE AND ADDICTIONS

High levels of substance abuse and related crime in Baltimore City are causing high rates of incarceration and a significant deterioration in the quality of life in communities throughout the City. In recognition that drug addiction is a complex disorder that touches every aspect of an individual's life, the Foundation seeks to increase access to substance abuse treatment and supportive services such as housing and job training for uninsured and drug-addicted individuals living in Baltimore. The Foundation works to increase the impact and effectiveness of treatment services through

cutting edge research and support of innovative service models designed to reach underserved populations.

In addition, the Foundation supports programs and initiatives that increase public safety and reduce rates of repeat criminal behavior (recidivism). Emphasis is placed on initiatives that address the barriers facing the returning ex-offender, particularly including efforts to provide transitional housing and the necessary wraparound services to support a successful return to the community. Finally, the Foundation supports efforts to reform the criminal justice system, reduce violence, and achieve juvenile justice.

#### CONSERVATION AND ENVIRONMENT

The Abell Foundation supports organizations that are working to protect and preserve Maryland's natural resources and promote a healthy, sustainable environment. Partnering with the public and private sectors, the Foundation supports programs aimed at promoting air and water quality, preserving undeveloped land, and protecting the Chesapeake Bay. The Foundation supports local and state efforts to mitigate and adapt to climate change, with a particular focus on the development of clean energy. In all of its work in support of a cleaner and healthier environment in Maryland, the Foundation seeks to ensure environmental health and justice in underserved communities.

#### **ARTS**

In recognition of the overall economic health of a city, the Foundation seeks funding opportunities to strengthen existing cultural arts organizations and emerging arts groups, with a focus on those working to provide programming for underserved communities in Baltimore. The Foundation looks for initiatives that help attract artists to live and work in Baltimore, use the arts to improve student academic achievement, and stabilize and revitalize neighborhoods.

#### APPLICATION GUIDELINES

Only organizations with a 501(c)(3) and a 509(a) (1), 509(a)(2), or certain qualifying 509(a)(3) taxexempt status are funded. Four types of grants are awarded: planning, seed funding (for start-up and demonstration projects), program development, and capital. Though grants are awarded on a one-time basis, the Foundation may make multi-year grants in exceptional cases. Decisions on the Foundation's funding preferences rest on criteria that include:

- a well-articulated mission;
- demonstration of need and clearly defined goals and objectives;
- potential to take innovative approaches to solving problems;
- ability to demonstrate impact by providing measurable results;
- capacity to advance knowledge base in field;
- enhancement of opportunities for beneficiaries to improve their quality of life;
- enhancement of efficiency and effectiveness of services;
- internal capacity to achieve expected goals; and
- evidence of strong financial stability and ability to leverage other sources of funding.

#### APPLICATION PROCEDURES

Requests for grants should be initiated by a one-page letter describing the applicant's mission and scope of activities, along with a summary of the project including its goals and objectives, and amount requested. Should the Foundation be interested in the preliminary proposal, the applicant will be asked to submit a formal detailed application.

Grants are awarded six times a year. Each applicant will be notified of any action that the Board of Trustees may take, usually within a week of the bi-monthly meetings.

Deadlines:

January 1 for February meeting March 1 for April meeting May 1 for June meeting August 1 for September meeting September 1 for October meeting November 1 for December meeting

Proposals should be addressed to Mr. Robert C. Embry, Jr., President, The Abell Foundation, 111 South Calvert Street, Suite 2300, Baltimore, MD 21202-6174.

#### ABELL PUBLICATIONS AND COMMUNICATIONS

Newsletters and full reports are available in hard copy and on the Internet @ www.abell.org.

#### NEWSLETTERS AND REPORTS

# **JANUARY**

- Sex Trafficking in Maryland. Police Social Agencies Say Human Trafficking Growing Faster Than Authorities Can Control. Five recommendations to address the problem.
  - Abell Salutes: Shepherd's Clinic, for providing low-cost or no-cost health-care services to the poor.
- 2) Will Limiting the Number of Beer/Wine/Liquor Outlets in Baltimore City Create Healthier Residential Neighborhoods? Research strongly suggests that it will.
- 3) Nutrient Trading to Target Chesapeake Bay's Water Quality. Will the latest pollution solution hurt minorities and the poor?

## **APRIL**

Cities Compete for Most Innovative Projects.
Baltimore's Outcome/Stat entry didn't win, but the city can learn much from the projects that did.

Abell Salutes: Power Inside – Becoming family to incarcerated and abused women, walking with them from tears to prospects.

#### **MAY**

Progress Underway in Efforts to Protect
Marylanders From Dangerous Doctors. Doubts
remain about effectiveness of focus on punishment.

Abell Salutes: Living Classrooms, Playworks, and Principal Marc Martin, for using physical education in support of academic achievement at Commodore John Rodgers Elementary.

# **JUNE**

Years After a Landmark Court Decision, Connecticut's Solution to School Segregation Shows Promise. Can it inform action in Baltimore?

Abell Salutes: The ETC – Helping entrepreneurs grow companies further and faster, and creating new jobs in Baltimore.

#### **SEPTEMBER**

Cool Roofs for a Cool Baltimore. An Environmental Weapon Against Climate Change, Air-Conditioning Costs, and Sweltering Summer Heat. Seven recommendations for putting white roofs to work – faster.

Abell Salutes: Baltimore's Sexual Assault Response Team, for reducing the number of unfounded reports of sexual assault – in service to victims and community.

#### **OCTOBER**

**Students With Disabilities Can Succeed.** How Baltimore City public schools are transforming special education.

#### **NOVEMBER**

Sandtown-Winchester—Baltimore's Daring Experiment in Urban Renewal 20 Years Later. What are the lessons learned?

#### **RADIO**

The Abell Hour: "Midday" (noon to 1:00 p.m.) WYPR, National Public Radio in Baltimore, is a magazineformat radio show with host Dan Rodricks, who interviews informed guests speaking about issues of interest to the community. In 2013, the following Abell Reports were the subjects of "Midday" discussions:

#### January 9, 2013

#### **Human Trafficking in Baltimore**

A new report from The Abell Foundation says human trafficking for sexual exploitation and forced labor is on the rise in the Baltimore area so much so that it's spreading beyond the control of police, prosecutors, and social work agencies. The U.S. Department of Justice estimates that more than 250,000 youths are at-risk of becoming victims of the practice nationwide.

#### May 6, 2013

#### Open Phones for Bloombergian Ideas

What would you do if Michael Bloomberg gave you \$5 million to improve Baltimore or some aspect of life in Maryland? "Midday" listeners get a chance to share their ideas as we look at those that won \$9 million in prizes in the inaugural Mayors Challenge sponsored by Bloomberg Philanthropies. Some 400 cities, including Baltimore, submitted ideas to win the prizes to fund their implementation. Baltimore's did not win, but we'll hear about those that did from the Abell Report.

#### June 26, 2013

## **Dangerous Doctors**

The case of Dr. Nikita Levy, a popular Johns Hopkins gynecologist who committed suicide after being accused of secretly videotaping his patients, raised questions about Maryland's ability to keep patients safe from dangerous doctors.

Our guests: **Dr. Joshua Sharfstein**, state secretary of health and mental hygiene; Joann Ellison Rodgers, author of an Abell Foundation report on efforts to prevent physician misconduct and malpractice; and Joce Sterman, investigative reporter for WMAR-TV.

#### July 31, 2013

#### **The Magnet School Solution**

Ever since the Supreme Court ruling in Brown v. Board, policymakers have been trying to come up with best practices for achieving racial and socioeconomic diversity within public school systems. In a new Abell Report, Susan Eaton, research director at the Charles Hamilton Houston Institute for Race & Justice at Harvard Law School, makes a compelling case for magnet schools as a solution by examining the successes of magnets in the Hartford area. A look at the Connecticut experience and what it could mean for Baltimore-area schools with Eaton; Liz Bowie, education reporter for The Baltimore Sun; and Mel Freeman, executive director of the Citizens Planning and Housing Association, Inc.

#### October 31, 2013

#### **Cool Roofs**

According to the latest Abell Foundation report, cool roofs are becoming the hot new trend in sustainable architecture nationwide. These roofs are designed to reflect the sun's rays and limit heat absorption. And environmentalists are looking at the practice as a way to help fight climate change. We'll look at this trend as it's occurring in Baltimore, and in other parts of the country with our guests: Abell Report author and freelance journalist Joan Jacobson; Kurt Shickman, executive director of the Global Cool Cities Alliance; and John Mello, projects director for the Baltimore Center for Green Careers.

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