

A night sky photograph of the Milky Way galaxy, which is a dense band of stars and interstellar dust, stretching across the sky from the top left towards the bottom right. The galaxy's core is the brightest and most colorful part, showing shades of yellow, orange, and red. The surrounding stars are a mix of blue, white, and yellow. In the foreground, a person stands on a wooden dock extending into a calm lake. The person is holding a bright flashlight that illuminates the dock and the water. The lake's surface is still, reflecting the stars and the person's light. In the background, a dark forest of trees lines the shore. The overall scene is serene and awe-inspiring.

Richard
King
Mellon
Foundation

 2018 ANNUAL REPORT

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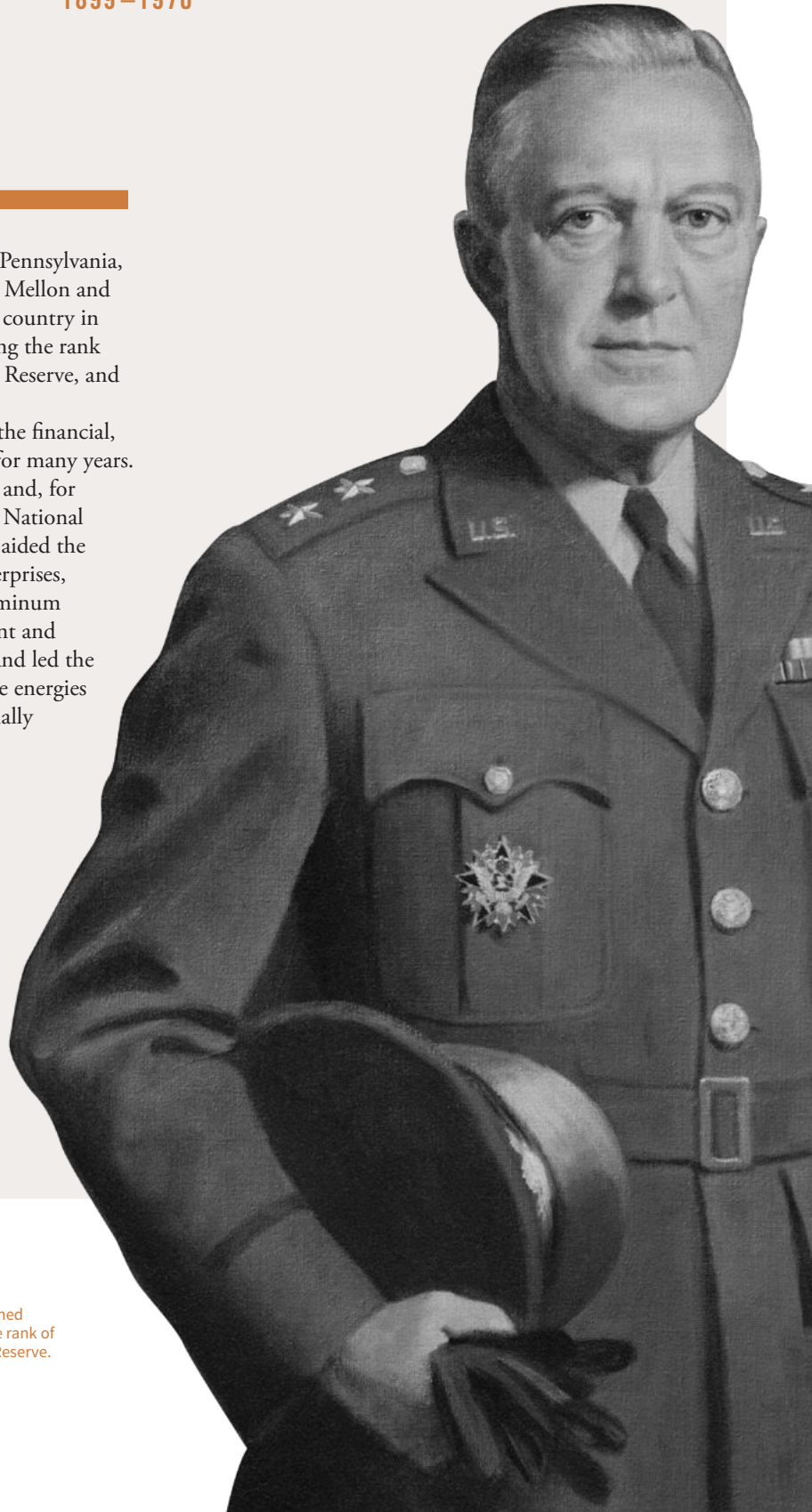
Richard King Mellon

1899–1970

Richard King Mellon was born in Pittsburgh, Pennsylvania, on June 19, 1899, the son of Richard Beatty Mellon and Jennie King Mellon. Mr. Mellon served his country in both World Wars and in peacetime, attaining the rank of Lieutenant General, United States Army Reserve, and receiving the Distinguished Service Medal.

Mr. Mellon was the dominant figure in the financial, industrial, and civic life of his community for many years. He was president of Mellon National Bank and, for 20 years, Chairman of the Board of Mellon National Bank and Trust Company; as a director, he aided the growth of many of the nation's leading enterprises, particularly Gulf Oil Corporation and Aluminum Company of America. Mr. Mellon, President and Governor of T. Mellon and Sons, inspired and led the rebirth of a great American city. His creative energies forged the Pittsburgh Renaissance, a nationally recognized architectural, civic, social, and educational venture.

In 1936, Mr. Mellon married the former Constance Mary Prosser, who served as Chairman of the Board of Trustees of the Richard King Mellon Foundation from its inception in 1947 until her death in 1980. A renowned sportsman, Mr. Mellon generously endeavored to preserve the quality of the natural environment and to protect its wildlife. Mr. Mellon died on June 3, 1970.



Serving his country during World War II, Richard K. Mellon received the Distinguished Service Medal. He eventually attained the rank of Lieutenant General, United States Army Reserve.

Chairman's Letter

In 2018, the Trustees of the Richard King Mellon Foundation approved 180 grants totaling \$127,591,006. The majority of this funding—63.5 percent—supported capital improvements and land acquisition in nearly equal measure. The balance provided support for programs and operations.

Throughout the year, Pittsburgh's profile continued to emerge on the national scene, generating increased interest in the city and southwestern Pennsylvania. Riding the wave of national interest, the Foundation partnered with several entities beyond the region that were identified specifically and intentionally to work with local organizations. These collaborative efforts targeted projects benefiting local business and economic development, education, and human services initiatives, as well as organizations furthering conservation work in Pennsylvania and throughout the country.

The Foundation awarded 37 conservation grants and program-related investments totaling more than \$47,000,000, of which \$38,000,000 was devoted to land conservation. The Conservation Fund received \$28,000,000 toward the purchase of Clarion Junction, a property in the Pennsylvania Wilds, and another, Plum Grove, in southern New York and northwestern Pennsylvania. Both of these projects put Pennsylvania and its partners in a position to conserve thousands of acres over the next decade. The Appalachian Mountain Club received \$10,000,000 to acquire the Pleasant River Headwaters Forest parcel in Maine's 100-Mile Wilderness region and establish it as a certified, sustainable working forest. Nearly \$3,000,000 of the Foundation's

conservation funding focused on education and promotion, including a grant of \$766,500 to Girl Scouts USA toward a partnership with the Student Conservation Association to increase the number of girls who are confident outdoor citizens and environmental stewards. Numerous organizations working to preserve and protect 11 priority landscapes received nearly \$2,300,000 in grants, including the National Fish and Wildlife Foundation, which received \$850,000 toward habitat restoration, and Trout Unlimited, which received \$635,000 to restore cold water fisheries.

Among the 21 education grants totaling more than \$18,000,000 awarded by the Foundation, more than two-thirds of the funding—\$12,000,000—was designated for capital projects at educational institutions—improving programs, enhancing greater Pittsburgh, and making it increasingly attractive to prospective students beyond the region. The Pennsylvania Treasury Department received \$250,000 to support a demonstration project to establish PA 529 college savings accounts for all new children born in Westmoreland County, and The Citizen Science Lab was awarded \$575,000 to support a revenue-generating community wet lab in Pittsburgh's South Hills. Of the more than \$13,000,000 of funding for institutions of higher learning, \$10,500,000 was awarded to Pittsburgh colleges and universities—including \$4,000,000 to Duquesne University toward renovations to Rockwell Hall—while \$2,600,000 went to regional institutions.

Schools for kindergarten through 12th-grade students received grants totaling more than \$4,300,000, of which \$1,650,000 was designated to Westmoreland County schools, including Valley School of Ligonier, which received \$1,250,000 for operations and capital needs.

The Foundation made 57 grants totaling more than \$26,000,000 to human service initiatives. Six million dollars focused on community health issues, including \$1,300,000 targeting the opioid epidemic. The University of Pittsburgh received \$446,000 to develop a predictive model for opioid overdoses in Allegheny County. Grants totaling \$1,200,000 concentrated on infant mortality, including \$1,161,497 awarded to Stanford University for its PretermConnect digital health application. Homewood, Pennsylvania, benefited from more than \$2,500,000 in funding from the Foundation, including \$1,130,000 in education and work readiness training programs, \$525,000 for residential improvements for low-income and elderly residents, and \$925,000 for services to support family stability. Nearly \$10,000,000 was awarded to programs and services that support children and youth, including \$1,500,000 to Pressley Ridge for construction of the Pressley Ridge School for Autism and the Deaf. Vision To Learn received \$150,000 to provide free eye exams to students in Pittsburgh and Westmoreland County schools. The Foundation also awarded grants of nearly \$8,000,000 to organizations providing basic human needs, including \$2,000,000 to Goodwill of Southwestern Pennsylvania toward the purchase of the headquarters campus in Lawrenceville.

Sixty-five grants and program-related investments totaling more than \$35,000,000 were awarded to initiatives to boost the region's economic development, including \$14,000,000 to facilitate development in Hazelwood and New Kensington. Central to this effort were two grants from the Foundation: Economic Growth Connection of Westmoreland received \$1,500,000 toward the redevelopment of New Kensington's business district, and The Progress Fund was awarded \$4,500,000 to rehabilitate historic properties and construct new industrial space in Hazelwood. Funding supporting these efforts also was granted to Almono LP and the Hazelwood Initiative. Forward Cities received \$230,000 to spur economic growth, neighborhood revitalization, and business creation in Pittsburgh and Westmoreland County. The Foundation awarded \$350,000 to Thrill Mill for the One America Pittsburgh/Ascender pilot

program to attract company expansion to Pittsburgh and another \$350,000 to the Washington Humane Society toward construction of a new facility. Homewood and East Liberty benefited from nearly \$2,500,000 in grants to support business development and revitalization while nearly \$4,700,000 in grants was awarded to improve libraries, stimulate business development, and increase ecotourism in rural areas. Among the \$8,000,000 in grants the Foundation awarded to increase diversity and momentum of the arts in the region was \$1,000,000 to the Westmoreland Museum of American Art and \$400,000 to the Clemente Museum.

In 2018, the Foundation experienced a leadership transition when Scott Izzo, who joined the Foundation in 1997 and had been its director since 2005, stepped down from that role. He will retain his post as a board trustee and senior advisor, and my fellow trustees and I are grateful to him for his successful record of accomplishments, leadership, and tenure as the director. We are pleased to have his continued presence beyond this transition and we look forward to our ongoing work together. We are delighted, too, to welcome Sam Reiman, who has been with the Foundation since 2014, most recently as associate director, as its new director. Sam possesses the knowledge and experience to advance the meaningful philanthropic work that contributes to shaping a productive, sustainable future for the people of our region and the natural resources of our country.



Seward Prosser Mellon
CHAIRMAN AND CEO

CONSERVATION

PROTECTING FORESTS, WATERSHEDS, AND HABITATS

In 2018, the Foundation awarded 37 conservation grants totaling more than \$47,000,000, of which \$38,000,000 was devoted to land conservation. Nearly \$3,000,000 of the Foundation's conservation funding focused on education and promotion, while numerous organizations working to preserve and protect 11 priority landscapes received nearly \$2,300,000 in Foundation grants.



THE CONSERVATION FUND

Maintaining Working Forests

For three decades, The Conservation Fund (TCF) and the Foundation have collaborated to conserve more than 3,400,000 acres valued at over \$750,000,000—a magnificent American land legacy. The current focus of this partnership is to address America's top land conservation challenge: the loss of the nation's working forests through fragmentation and development.

An \$8,000,000 program-related investment from the Foundation is aiding TCF in protecting the Plum Grove property through Working Forest Conservation Easements. Located in the southern tier of New York and the Pennsylvania Wilds in northwestern Pennsylvania, the property is one of the largest remaining blocks of privately owned forestland in the Pennsylvania Wilds. A second commitment of \$20,000,000 from the Foundation is supporting acquisition of Clarion Junction, also in the Pennsylvania Wilds. Securing conservation easements on these properties will ensure the land remains as working forestland and can never be subdivided or sold for development. Its protection supports land connectivity, riparian corridors, headwater streams' water quality, recreation lands, and wildlife habitat for migratory birds, including cerulean warblers, Louisiana water thrush, and black throated blue warblers, among others. Additionally, sustainably managing the land will retain more than 200 jobs, while the value of timber sales and manufacturing shipments produced annually will average more than \$27,000,000.

GIRL SCOUTS AND THE STUDENT CONSERVATION ASSOCIATION

Getting Girls Outdoors

Founded more than a century ago, Girl Scouts is the preeminent organization for providing girls with transformative leadership opportunities. It is one of only a few organizations that focuses on building relationships with nature and developing an understanding of the environment.

During the last two years, the Foundation supported a pilot program between the Student Conservation Association (SCA) and five Girl Scout councils to elevate girls' outdoor and environmental conservation activities. Girls Scouts USA views its partnership with the SCA as a critical element of the Girl Scout's national strategy to ensure that each scout has engaging outdoor experiences. In western Pennsylvania, more than 3,300 girls engaged in an outdoor experience and the council offered 14 outdoor programs that were designed and facilitated by SCA interns. The interns also provided outdoor training for volunteers to increase their ability to get girls outside more often. The four other councils in the pilot served more than 5,000 girls, trained nearly 150 volunteers, offered programming that addressed environmental impacts, connected STEM education to the outdoors, and formed partnerships with conservation, land management, and outdoor organizations.

A Foundation grant in the amount of \$766,500 will continue the collaboration between Girl Scouts USA, GSWPA, and the SCA, and will benefit Girl Scouts from eight councils across the country. The grant will revive all-girl crews based on SCA's proven model that combines conservation service, education, and recreation. In addition to providing transformative experiences, this initiative will promote girls' interest in outdoor activities, commitment to protecting natural resources, and awareness of and interest in pursuing environmental careers.



FEATURED LEADER

PATRICIA A. BURKART

GIRL SCOUTS WESTERN PENNSYLVANIA
Chief Executive Officer



Richard King Mellon Foundation's investment supports the training of hundreds of volunteers, responsible for mentoring thousands of girls who will experience the benefits of outdoor activities and become better stewards of the environment."

— PATRICIA A. BURKART

Patricia A. Burkart, chief executive officer at Girl Scouts Western Pennsylvania (GSWPA), has been a key player in the Girl Scouts' partnership with the Student Conservation Association. A dedicated and passionate leader in the Girl Scout movement for the last 16 years, Burkart served from 2003 to 2008 as executive director of the Keystone Tall Tree (KTT) Girl Scout Council, supporting girls and volunteers in 13 counties in western Pennsylvania. In 2008, she was an integral member of the committee that successfully merged KTT and four other Girl Scout councils to create GSWPA, which now

serves nearly 21,000 girls and more than 11,000 adult members from 27 counties.

With more than 30 years' experience providing and managing human services, Burkart is known for her ability to deliver optimum client services, develop and implement strategic plans, and achieve annual growth. Prior to joining Girl Scouts, Burkart worked for 18 years in a variety of leadership positions supporting individuals with special needs. She holds a bachelor's degree in psychology from Indiana University of Pennsylvania.

1 Clarion Junction Forest provides a bridge between Pennsylvania Game Commission lands and the Allegheny National Forest, a connection that will benefit both people and wildlife.

2 Girl Scouts Western Pennsylvania offers opportunities to engage girls in the outdoors, including rock-wall climbing.

PROTECTING 11 FOCAL GEOGRAPHIES

A Multi-Faceted Partnership

In a unique partnership, the Foundation, the National Fish and Wildlife Foundation (NFWF), and The Trust for Public Land, along with other organizations, are working together to protect and conserve the diverse, critical aquatic and forest habitats in Pennsylvania's western counties based on a detailed strategy outlined in the Western Pennsylvania Restoration Plan. Among these habitats are 11 focal geographies that are of particular interest to the Foundation.

Last year, when the NFWF, which matches public conservation dollars with private funds and applies them to the most pressing environmental needs, implemented a request for proposal approach, the Foundation's \$600,000 investment attracted an additional \$3,400,000 from the NFWF and award recipients. That funding is now advancing the Foundation's goals for the 11 landscapes by opening streams, removing barriers to fish passage, and restoring stream-side forest buffer, as well as in-stream, riparian, and mature and young forest habitat. It also is helping to ensure best management practices on more than 67,000 acres of farmland. An \$850,000 grant in 2018, which will be matched at least two-to-one by the NFWF and its grantees, will help the NFWF deliver projects that help the Foundation meet its goals for habitat protection and restoration in western Pennsylvania.

Trout Unlimited (TU), the nation's largest grassroots cold-water conservation organization, provided the trout location datasets included in the Foundation's conservation plan developed in conjunction with the NFWF. As a result of TU's 14-year-old West Branch Susquehanna Restoration Initiative, water quality is markedly improved, water chemistry is within normal limits, and the number of fish in the Susquehanna River has increased 30-fold. In addition to TU's ongoing work to improve eastern brook trout habitat in five major West Branch Susquehanna watersheds, it is building capacity in the Foundation's targeted conservation landscapes so that various organizations can implement projects that benefit eastern brook trout through sediment reduction, culvert replacements, water quality improvement, and riparian reforestation. A \$625,000 Foundation grant will support these and other efforts to improve aquatic and terrestrial habitats in the Foundation's focal geographies, as well as inform future project development. An additional \$10,000 one-time investment will enable TU to update its datasets for eastern brook trout in the region and incorporate the new information into the Foundation and the NFWF's data layers.



Formed in 1994, the Foundation for Pennsylvania Watersheds (FPW) is a leader in watershed restoration and preservation, working with numerous grantees and partners to reinvigorate streams, restore riparian buffers, and improve in-stream habitat. FPW also is helping to underwrite field research needed for Pennsylvania's unassessed waters program, which is revealing previously unknown wild trout populations. In addition, FPW oversaw a specific grant to develop detailed datasets that provide Geographic Information System (GIS) information at the one-square-meter level—which is 30 times more accurate than most GIS information—in the Foundation's 11 focal geographies, and will be used to target high-impact restoration activities. A \$500,000 Foundation grant will support all three areas of FPW's work—enhancing streams and their habitats, assessing unassessed waters, and completing the detailed GIS datasets—in the Foundation's geographies of interest. An additional \$125,000 Foundation grant will support FPW in regranteeing funds, previously handled by the NFWF, to colleges and universities that use summer stream assessments to train aspiring biologists and ecologists in watersheds that align with the Foundation's focal landscapes.

Until the 19th century, when it was felled by the fungus *Cryphonectria parasitica*, the American chestnut played a central role in the ecology, economy, and culture of Appalachia and adjoining regions. The American Chestnut Foundation (ACF) strives to return the iconic

American chestnut to its native range, using scientific research and breeding methods that are among the most ambitious biological restoration efforts in the world and likely will be the template for renewal of other tree and plant species. A \$100,000 Foundation grant will help restore 10,000 American chestnut trees in six focal geographies identified by the Foundation and an additional 1,500 trees to the Flight 93 National Memorial in Shanksville, Pennsylvania.

Established more than a century ago by sportsmen and businessmen gravely concerned about the dramatic decline of many wildlife populations, the Wildlife Management Institute (WMI) recognizes that wildlife management must be a blend of science and art in relation to dynamic human circumstances, values, and expectations, and is dedicated to restoring and ensuring the well-being of sensitive species and their habitats. Because of the quality of WMI's habitat restoration efforts, the Foundation has supported the organization's work periodically for more than two decades. Using a \$50,000 Foundation grant, WMI will restore 110 acres of habitat in two of the Foundation's focal geographies—the Laurel Highlands and the Upper Juniata—centering on critical habitats for two avian indicator species. Through this restoration work, WMI hopes to increase the population of breeding pairs of golden-winged warblers by at least ten pairs and singing American woodcocks by three pairs.

Founded in 1972, The Trust for Public Land (TPL) strives to protect land for people, creating close-to-home parks, particularly in and near cities. The group also conserves working farms, ranches, and forests; lands of historical and cultural importance; rivers, streams, coasts, and watersheds; and other special places for people to experience nature close at hand. In the last two years, TPL managed datasets for the Foundation and the NFWF's 11 priority landscapes as detailed in the Western Pennsylvania Restoration Plan. A grant of \$20,000 will provide funding for TPL to manage and regularly update the datasets that inform the Foundation's efforts to restore and protect land and water in the region. TPL also will collect data, recalculate statistics for the focal areas and individual parcels, and assist Foundation and the NFWF staff and others in using the associated website and decision-support tool to design and develop new projects in the region.

3 Restoring streams in 11 focal geographies in Pennsylvania, including in the northern tier of the state, is a priority for the Foundation.

4 The Appalachian Mountain Club entices people to explore the natural world through unique lodging and opportunities to enjoy such activities as hiking, fishing, paddling, cycling, and skiing.



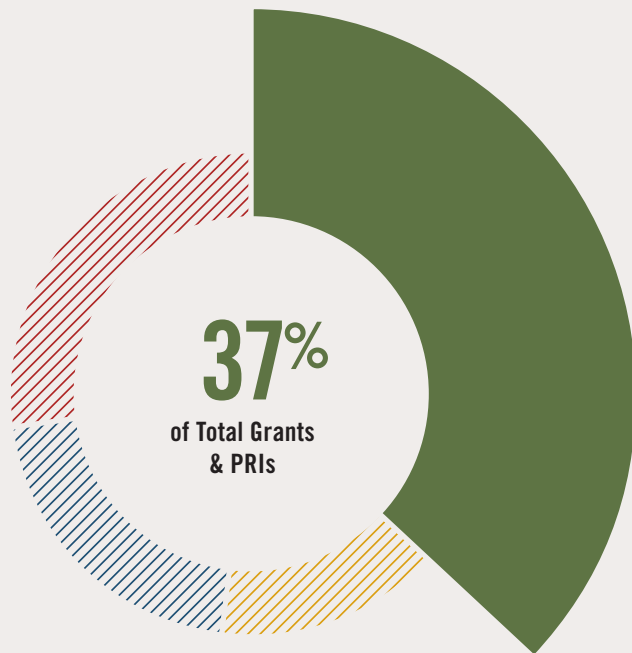
APPALACHIAN MOUNTAIN CLUB

Protecting Ecologically Significant Lands

The Appalachian Mountain Club (AMC), the country's oldest conservation and recreation organization, strives to promote the protection, enjoyment, and understanding of the mountains, forests, waters, and trails of America's Northeast and Mid-Atlantic regions. Its Maine Woods Initiative (MWI), launched in 2003, protects and restores ecologically significant lands of high conservation value.

A Foundation grant of \$10,000,000 is enabling AMC, in partnership with The Conservation Fund, to acquire and protect the 26,740-acre Pleasant River Headwaters Forest in Maine's 100-Mile Wilderness region, which lies in the heart of the state's 10,400,000-acre Northern Forest, the largest contiguous forest east of the Mississippi. It represents an area of exceptionally high habitat connectivity and climate change resiliency. The tract is adjacent to other AMC properties totaling more than 75,000 acres that are part of the MWI. The property, which boasts a high percentage of valuable timber, surrounds AMC's recently-acquired Silver Lake parcel and will be used primarily for sustainable forestry, creating a "green endowment" for the MWI that will not only secure its financial sustainability, but will also protect a significant and critical watershed that is a globally-significant habitat for brook trout and Atlantic salmon in the 100-Mile Wilderness area.

Grant & Program-Related Investment Summary



Grants & PRIs Approved

\$47,231,500

Total Grants & PRIs

37

Allegheny Land Trust

SEWICKLEY, PA
\$220,000 toward two-year support of land conservation in Allegheny County

American Chestnut Foundation

ASHEVILLE, NC
\$100,000 to restore 1,500 chestnut trees at the Flight 93 National Memorial and 10,000 trees in at least six of the focal geographies identified by the Richard King Mellon Foundation

Appalachian Mountain Club

BOSTON, MA
\$10,000,000 to acquire the Pleasant River Headwaters Forest parcel in Maine's 100-Mile Wilderness region and establish it as a certified, sustainable working forest

Carnegie Institute

PITTSBURGH, PA
\$50,000 to remedy flood damage at Powdermill Nature Reserve

The Conservation Fund

ARLINGTON, VA
\$20,000,000 toward purchase of property in the Pennsylvania Wilds (\$15,000,000 program-related investment; \$5,000,000 grant)

\$8,000,000 as a program-related investment toward purchase of property known as Plum Grove, located in southern New York and northwestern Pennsylvania

Flint RiverQuarium, Inc.

ALBANY, GA

\$275,000 toward capital improvements related to life safety systems, equipment replacement, and energy efficient upgrades

Foundation for California University of Pennsylvania

CALIFORNIA, PA

\$800,000 toward two-year support to conserve and restore fish and wildlife habitat in the Foundation's 11 focal geographies

Foundation for Pennsylvania Watersheds

ALEXANDRIA, PA

\$125,000 toward stream assessments within the 11 focal geographies in western Pennsylvania

\$500,000 toward watershed restoration and planning within the 11 focal geographies in western Pennsylvania

Friends of the Pittsburgh Urban Forest

PITTSBURGH, PA

\$250,000 toward two-year support of operations (\$200,000) and expansion of the municipal technical assistance program (\$50,000)

Girl Scouts Western Pennsylvania

PITTSBURGH, PA

\$766,500 toward a partnership with the Student Conservation Association that will increase the number of girls who are confident outdoor citizens and environmental stewards

The Living Desert

PALM DESERT, CA

\$250,000 toward two-year support of Phase II of the Crossroads of Conservation project

Loyalhanna Watershed Association, Inc.

LIGONIER, PA

\$173,000 toward two-year support of operations and to update the 2005 Loyalhanna Watershed Assessment Plan

National Fish and Wildlife Foundation

WASHINGTON, DC

\$850,000 toward three-year support of restoration projects in the 11 focal geographies to achieve the forest and freshwater habitat and species goals detailed in the Western Pennsylvania Restoration Plan

Natural Areas Association

LIGONIER, PA

\$35,000 toward costs associated with sending Pennsylvania natural area managers to the 2019 Natural Areas Conference in Pittsburgh and to publish a special Pennsylvania issue of the Natural Areas Journal

PA Cleanways

GREENSBURG, PA

\$100,000 to perform a comprehensive litter study, develop a community guide to building convenience centers, and conduct a strategic review of the organization

Pennsylvania Environmental Council, Inc.

PITTSBURGH, PA

\$650,000 toward two-year support of land and water conservation efforts in western Pennsylvania and to revitalize the PA Organization for Watersheds and Rivers

Pennsylvania Federation of Sportsmen's Clubs Endowment Foundation

HARRISBURG, PA

\$50,000 to hire a consultant to review the organizational structure

Pennsylvania Parks and Forests Foundation

CAMP HILL, PA

\$240,000 toward support of the Outdoor Corps and evaluation of the Conservation Landscapes Program

Pennsylvania Resources Council, Inc.

PITTSBURGH, PA

\$60,000 to define and execute a leadership transition/strategic plan and develop a recycled paper cooperative in western Pennsylvania

Pennsylvania State University Philanthropic Fund

UNIVERSITY PARK, PA

\$5,000 toward expenses associated with the Private Forest Landowners Conference

Pittsburgh Community Broadcasting Corporation

PITTSBURGH, PA

\$65,000 toward production of a radio series covering issues regarding native species, habitat, restoration, and conservation in western Pennsylvania

Pittsburgh Parks Conservancy

PITTSBURGH, PA

\$50,000 to complete data collection and conduct a comprehensive public listening tour to create an equitable park investment strategy to restore Pittsburgh's parks

Regional Trail Corporation

WEST NEWTON, PA

\$50,000 toward two-year support to document the history of the building of the Great Allegheny Passage

\$7,000 toward the purchase of excavator attachments for trail maintenance

Rivers of Steel Heritage Corporation

HOMESTEAD, PA

\$250,000 to support the integration of the Explorer riverboat and its educational programming into the organization

Scenic America

WASHINGTON, DC

\$90,000 to develop a pilot program with Scenic Pittsburgh that will promote affiliate sustainability, create a scalable affiliate model, and develop a joint communication strategy and web presence

Trout Unlimited

ARLINGTON, VA

\$635,000 toward two-year support to plan, implement, and provide technical services to reconnect and restore coldwater habitat across western Pennsylvania focal geographies and to update data on eastern brook trout habitat in key landscapes

Trust for Public Land

SAN FRANCISCO, CA

\$20,000 toward two-year support to manage and update the Western Pennsylvania Business Plan for Restoration of Healthy Forests and Freshwater Habitat Analysis, the website, and the project decision support tool

US Water Alliance

WASHINGTON, DC

\$10,000 to support a Pittsburgh Water Leaders Delegation at the 2018 One Water Summit

Western Pennsylvania Conservancy

PITTSBURGH, PA

\$615,000 toward acquisition, protection, and restoration of property in the Loyalhanna watershed to improve water quality and the corridor along Route 30

\$5,000 to conduct due diligence for the 47-acre property owned by Riverfront 47 along the Allegheny River spanning Aspinwall, O'Hara, and Sharpsburg

\$1,750,000 toward two-year support to implement Pittsburgh's Street Tree Management Plan, to purchase and protect several properties in the Laurel Highlands, and to advance the Western Pennsylvania Business Plan for Restoration of Forests and Freshwater Habitats

Westmoreland Cleanways

LATROBE, PA

\$10,000 to develop a strategic plan for the design and construction of a regional recycling center

Wildlife Leadership Academy

LEWISBURG, PA

\$125,000 toward two-year support of the Wildlife Leadership Academy

Wildlife Management Institute, Inc.

CABOT, VT

\$50,000 to increase young forest habitat in regional focal geographic areas of the Foundation's conservation business plan

EDUCATION

ENHANCING EDUCATION THROUGHOUT GREATER PITTSBURGH

In 2018, the Mellon Foundation awarded 21 grants totaling \$18,576,000 to primary and secondary schools and to colleges and universities. More than \$12,000,000 was invested in capital projects, improving programs to attract students from beyond Pittsburgh. Of the \$13,100,000 in funds granted to institutions of higher learning, \$10,500,000 was awarded to schools in Pittsburgh while \$2,600,000 supported regional institutions. More than \$4,000,000 was granted to primary and secondary schools: \$1,650,000 in Westmoreland County and \$2,735,000 in Pittsburgh.



VALLEY SCHOOL OF LIGONIER

Enhancing Education for Faculty, Staff, and Students

Founded in 1946 by Constance Prosser Mellon and General Richard King Mellon, Valley School of Ligonier offers a quality private school education to all families in the region that seek it. Currently, tuition costs are lower and scholarship funding more generous than other private schools in the area.

A \$1,250,000 grant will finance capital improvements, including new technology and smart devices to enhance educational outcomes, and a new HVAC system, among other projects. It also will help attract and retain talented educators by increasing starting salaries for new teachers and ensuring annual raises for current teachers. The grant will add four new staff positions: a science and math teacher, an athletic coach, a business office assistant, and a school counselor, who will support students with special needs. Finally, the Foundation grant will increase funding for school lunches and instructional supplies.

THE CITIZEN SCIENCE LAB

Life Science Opportunities

In 2014, Duquesne University hosted the Massachusetts Institute of Technology's International Genetically Engineered Machine (iGEM) synthetic biology competition, attracting more than 200 undergraduate students from 40 research universities to Pittsburgh. Many competitors had acquired advanced lab skills through community wetlabs prior to enrolling in college.

By 2015 and in conjunction with Duquesne University, Urban Innovation21 opened The Citizen Science Lab (CSL), designed to increase interest in the life sciences among low-income students. Housed in the Energy Innovation Center in the Hill District and directed by Dr. Andre Samuel, a scientist with a Ph.D. in biology, the lab has trained nearly 1,900 third- through 12th-grade students using hands on, do-it-yourself experimentation and traditional lecture-based methods. More than 43.5 percent of the students participate in follow-up sessions and retention rates nearly double for students in the Drug Design Workshop and iGEM program.

More recently, Foundation funding helped a team of students from Homewood's Westinghouse High School prepare for the iGEM competition, where they beat out students from the country's best high schools to win a bronze medal. With a \$575,000 Foundation grant and other support, CSL will open a satellite location in the South Hills to generate earned revenue—for CSL's Hill District wetlab—by offering after school, summer, and specialized programming for third- through 12th-graders in the Mt. Lebanon and Upper St. Clair school districts.



ANDRE SAMUEL, Ph.D.

THE CITIZEN SCIENCE LAB
President and CEO

Andre Samuel, Ph.D., an enthusiastic research biologist, is the engine that drives The Citizen Science Lab. As president and CEO of the hands-on laboratory in which those with inquisitive minds can explore the life sciences, Samuel puts his passions—for science, technology, engineering, and math (STEM) education and outreach to local schools and the wider community—to work by creating fun, engaging, real-world experiences in the lab.

He holds a degree in biology from the University of the District of Columbia. Following graduate study in genomics and bioinformatics at the George Washington University, Samuel received a Ph.D. in biology from Duquesne University, where he focused his research on the structure and function of the cold shock related proteins in *E. coli*. While a Ph.D. candidate, Samuel founded the S.I.G.M.A Science Mentorship Initiative, a summer study program that introduced diverse ninth-graders to the university's lab—and its graduate and undergraduate students—to encourage their pursuit of scientific research careers. The initiative, whose name is an acronym for its core principles—science, innovation, growth, mentorship, and achievement—evolved into The Citizen Science Lab through a partnership between Duquesne University and Urban Innovation21. The lab has served nearly 1,900 students since it opened in 2015.

“

Through the support of Richard King Mellon Foundation, we have made significant strides in impacting the lives of middle school and high school students across the Pittsburgh region.”

– ANDRE SAMUEL, Ph.D.



6

5 Class of 2028, Valley School of Ligonier

6 The Citizen Science Lab is a hands-on laboratory in which inquisitive minds and science enthusiasts can explore the life sciences.



DUQUESNE UNIVERSITY

7

Improving Duquesne University's Palumbo Donahue School of Business

7 Among other noted designations, the Palumbo Donahue School of Business has earned accreditation from The Association to Advance Collegiate Schools of Business since 1962. Such accreditation is a coveted endorsement, achieved by fewer than five percent of business schools worldwide.

8 Joe Torsella, state treasurer, unveils the Keystone Scholars Program.

Founded in 1878, Duquesne University, one of America's leading Catholic universities with a reputation for excellence in liberal arts and professional education, enrolls almost 10,000 students in more than 170 programs. Its Palumbo Donahue School of Business, recognized among the nation's top business school programs, has 1,300 undergraduate students in 11 business-related majors and more than 250 graduate students in four diverse programs.

A \$4,000,000 grant from the Foundation will support renovation of Rockwell Hall, which houses the Donahue School of Business and has not been upgraded in more than 60 years. Two floors will be upgraded

to house six business centers, including the Center for Excellence in Entrepreneurship, the Center for Leadership in Professional Selling, the Center for Excellence in Supply Chain Management, and the Institute for Sustainable Business Innovation.

The renovation will include a new atrium and overhaul of an existing sky bridge and will provide flexible learning spaces and classrooms, allowing students to work together in groups, conduct research, and develop new venture ideas. The facility will improve the quality of the business school, increase faculty prominence, raise the school's external visibility, and attract more students.

PENNSYLVANIA TREASURY DEPARTMENT

Helping Families Save for College

Formed in 1777, the Pennsylvania Treasury Department has been the state's independent fiscal and investment officer for more than 240 years. It also administers the PA 529 college saving account program, offering families a tax-advantaged way to save for college. Since 1993, more than 64,000 students have funded higher education costs at more than 2,200 schools and institutions with money from a PA 529 college saving account. As of 2017, the program had 220,000 account holders with more than \$4,400,000,000 in assets under management.

Nonetheless, only 7.5 percent of eligible adults use the program and less than half the state's residents have a post-secondary degree. With the majority of newly created jobs requiring a college degree, it is increasingly difficult for Pennsylvanians to succeed in the job market.

To address this gap, the Pennsylvania Treasury Department launched a pilot project to provide every child born within the year in one of six Pennsylvania counties (Westmoreland, Indiana, Elk, Delaware, Luzerne, and Mifflin) with a PA 529 account, including a \$100 balance. Initially, approximately 15,000 children will be eligible to participate, and the state has since approved expanding it to every newborn in Pennsylvania.

A \$250,000 Foundation grant will help provide PA 529 accounts to Westmoreland County families. Although the initial deposit will not cover the cost of higher education, recipients of funding through similar programs in other states are three times more likely to attend college and four times more likely to graduate.



Grant & Program-Related Investment Summary



Grants Approved

\$18,576,000

Total Grants

21

CCBC Foundation

MONACA, PA
\$1,000,000 toward facility expansion, equipment, classroom renovation, and technology needs

Chatham University

PITTSBURGH, PA
\$766,000 toward three-year support to launch the Kitchen Innovation Lab and GIS mapping for agricultural and food businesses in the region

The Citizen Science Lab

PITTSBURGH, PA
\$575,000 toward two-year support to open a revenue generating community wetlab in Pittsburgh's South Hills

Communities In Schools of Pittsburgh-Allegheny County, Inc.

PITTSBURGH, PA
\$50,000 toward Integrated Student Support services within the Sto-Rox school district

Coro Center for Civic Leadership

PITTSBURGH, PA
\$300,000 toward support of operations

Duquesne University of the Holy Spirit

PITTSBURGH, PA
\$4,000,000 toward renovations to Rockwell Hall

Fund for Advancement of Minorities Through Education

PITTSBURGH, PA
\$650,000 toward two-year support of operations

Holy Family Institute

PITTSBURGH, PA
\$750,000 toward two-year support of operations for Nazareth Prep High School

Imani Christian Academy

PITTSBURGH, PA
\$500,000 toward two-year support of operations

Ligonier Valley School District

LIGONIER, PA
\$355,000 to purchase literacy and student learning management software licensing, technology hardware, retrofit a media center, and reformat classroom space in four school buildings

Pennsylvania Treasury Department

HARRISBURG, PA
\$250,000 toward two-year support of a demonstration project to establish new PA 529 college saving accounts in Westmoreland County

Robert Morris University

MOON TOWNSHIP, PA
\$5,000,000 toward three-year support to renovate the John Jay School of Engineering, Mathematics, and Science building

St. Edmund's Academy

PITTSBURGH, PA
\$500,000 toward construction of the Signature Experience Flex Lab

University of Pittsburgh

PITTSBURGH, PA
\$200,000 to support the Manufacturing Assistance Center in Homewood via staffing and scholarships for low-income individuals

\$295,000 to fabricate removable, complete dental prostheses using three currently acceptable forms of manufacturing

\$100,000 to engage a consultant to assist with the distribution and marketing of "Burden of Genius: Dr. Thomas Starzl's Journey Into Organ Transplantation"

\$100,000 to develop a feature film and memorial statue as part of the Dr. Thomas Starzl Archives Initiative

University of Pittsburgh, School of Social Work

PITTSBURGH, PA
\$335,000 toward two-year support of the Pitt Assisted Communities and Schools program in Homewood

Valley School of Ligonier

LIGONIER, PA
\$1,250,000 toward two-year support of operations (\$1,000,000) and capital needs (\$250,000)

Westminster College

NEW WILMINGTON, PA
\$1,000,000 toward three-year support to expand the Hoyt Science Center

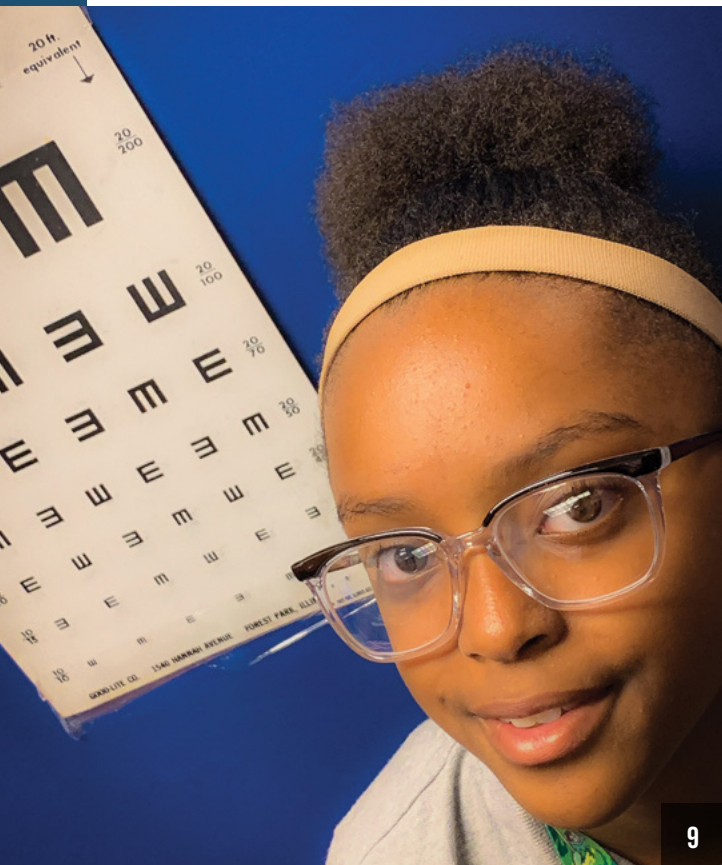
Westmoreland County Community College Educational Foundation, Inc.

YOUNGWOOD, PA
\$600,000 toward capital and technology needs for the Science Innovation Center

HUMAN SERVICES

REDUCING RISKS FOR CHILDREN AND ADULTS

In 2018, the Foundation made 57 grants totaling more than \$26,000,000 to human service initiatives. Six million dollars focused on community health issues, including the opioid epidemic and infant mortality. Other funded initiatives supported basic human needs, education and work readiness programs, residential improvements for low-income and elderly residents, and programs and services that support family stability, children, and young people.



VISION TO LEARN

Providing Eye Exams and Glasses to Pittsburgh Students

Founded in 2012 in Los Angeles, Vision To Learn (VTL) works to ensure every child has the glasses needed to succeed in school and in life. VTL quickly replicated its program to serve kindergarten through 12th-grade students in low-income, primarily urban school districts in 10 states. Using a mobile clinic, VTL provides no-cost vision screenings to at-risk students and free glasses to those whose vision is found to be compromised. The screenings also can reveal child abuse and other issues that if left untreated, can lead to blindness or other negative outcomes.

A \$150,000 Foundation grant is supporting VTL in launching a mobile clinic, hiring doctors to staff it, and administering eye exams to 1,815 students in Pittsburgh Public Schools (PPS), as well as providing glasses to 1,500 PPS students. Within three years, pending the outcomes of the initiative in Pittsburgh, VTL expects to expand into low-income, rural school districts in Westmoreland County and offset most Foundation funding with state subsidies for ongoing operations.



STANFORD UNIVERSITY

Decreasing Infant Mortality in Allegheny County

For several years, the Foundation has been supporting various organizations seeking to reduce above average infant mortality rates in Allegheny County. One of the challenges has been developing mobile technology to allow Magee-Womens Hospital to reach and monitor women in the highest-risk communities.

The Foundation also has been building a relationship with Stanford Medicine's Center for Digital Health, Center for Policy, Outcomes and Prevention, and March of Dimes Prematurity Research Center, informing their staff about the local infant mortality work, sharing preliminary findings, and introducing them to the Pittsburgh-based team. A \$1,161,497 grant to Stanford University will enable it to develop, pilot, and disseminate a digital mobile app,

PretermConnect, built on the science of engagement and research conducted by the University of Pittsburgh and the RAND Corporation.

PretermConnect will enable at-risk mothers to engage in a virtual community, message privately with each other, and access information about pre- and post-pregnancy health, as well as real-time data about their own and their baby's health. The data collected through the app will improve predictive tools and services. Within five years, Stanford expects PretermConnect to contribute to reducing preterm births in high-risk populations, particularly among African-American and other minority populations, and also to reduce infant mortality and morbidity.

9 Vision To Learn launches in Pittsburgh and Westmoreland County, providing free eye exams and glasses to school children.

10 Rebecca and Dan Mackinnon entrust their baby, Bodhi, to the UPMC Magee-Womens Hospital Neonatal Intensive Care Unit, which provides medical care to more than 1,800 babies every year.

UNIVERSITY OF PITTSBURGH

Developing Models to Identify Opioid Overdose Risk

In 2016, overdoses in Pennsylvania totaled 4,627—the fifth highest in the nation—and counties across the state have experienced dramatic increases in overdose deaths. In Allegheny County, 591 individuals died from a drug overdose, and 75 percent involved fentanyl, a synthetic opioid that is 80-100 times stronger than morphine.

With a \$1,800,000 National Institutes of Health (NIH) grant, the University of Pittsburgh's Center for Pharmaceutical Policy and Prescribing is developing machine learning algorithms to predict opioid overdose risk statewide, using medical claims data from Pennsylvania Medicaid. A \$446,000 Foundation grant will support the Center's

efforts to develop a predictive model for opioid overdoses in Allegheny County, using a combination of Medicaid data and county data from the Health Department, the courts, and the Department of Human Services, which, in 2017, had interactions with 68 percent of individuals who overdosed.

In the same way Allegheny County uses predictive risk scores to address child abuse, an initiative garnering national recognition, a successful model of predictive risk scores for overdoses will enable health and human service agencies to target preemptive interventions in neighborhoods and populations that are most likely to benefit from them.

11 Doctors Walid Gellad, Julie Donohue, and Eric Hulse of University of Pittsburgh's Center for Pharmaceutical Policy and Prescribing seek to develop a predictive model that, if successful, can be used by local health and human service agencies to target services and interventions for at-risk populations.

12 Trying Together's staff provides intensive professional development to a cohort of childcare providers that serves Homewood families.



11

TRYING TOGETHER

Improving Childcare for Homewood Families

To ensure all children have quality childcare—linked to positive social, emotional, and cognitive outcomes, as well as protection against detrimental effects of poverty—Trying Together (TT) advances the important work of childcare providers by equipping them with professional development opportunities, community resources, and advocacy. Among TT’s most successful community-based initiatives is the Homewood Early Learning Hub, a welcoming storefront in a neighborhood in which poverty is pervasive.

A \$400,000 Foundation grant is supporting TT’s ongoing delivery of services at the Hub. For a cohort of approximately 20 childcare providers, TT offers professional development and business mentoring opportunities, as well as environmental enrichment assessments to evaluate improvements in home-based childcare settings. Collaborating with educational organizations, TT also offers programming for interested families and childcare providers that focuses on child development, the role of community in early education, and promoting family engagement. An additional \$25,000 grant, to match Department of Human Services funding, supports a full-time caseworker to pilot evidence-based family check-up interventions with 75 families. Referred by the Hub, families’ support is offered in tiered levels based on acuity of need.

These initiatives will benefit approximately 625 children, providing responsive adult relationships in language-rich, safe physical environments, thereby strengthening children’s resiliency and ability to address or avoid adversity.



FEATURED LEADER

CARA CIMINILLO

TRYING TOGETHER
Executive Director

Spearheading the effort to support high-quality care and education for young children is Cara Ciminillo, Trying Together’s executive director. Formerly known as the Pittsburgh Association for the Education of Young Children (PAEYC), Trying Together “better captures our work and the work of the early childhood field,” says Ciminillo, who led the organizational rebrand. A longtime early childhood professional, Ciminillo joined PAEYC in 2012 as operations manager. She is a founding partner of the Playful Pittsburgh Collaborative, a group of more than 30 member organizations dedicated to advancing the importance of play in the lives of children, families, and communities in the region.



12

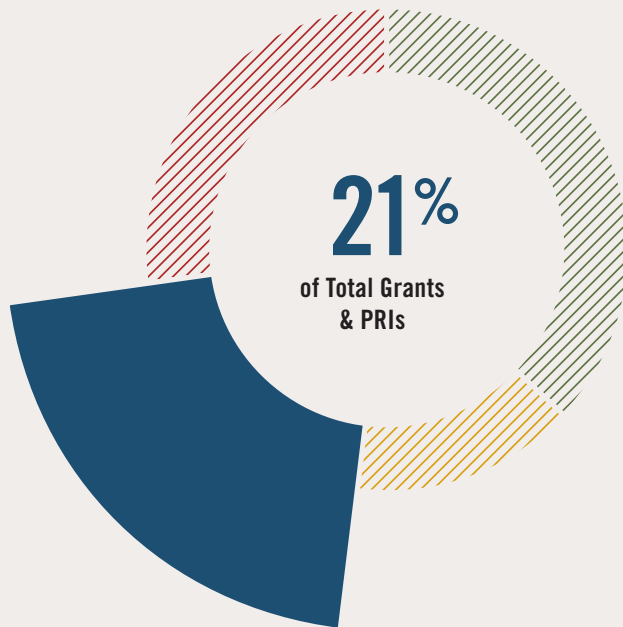


Richard King Mellon Foundation’s support communicates to early learning providers of Homewood and surrounding neighborhoods that their work with young children matters, that they as individuals matter, and most important, that the children in their care matter.”

– CARA CIMINILLO

Ciminillo earned a bachelor of arts degree in ethnic studies from Bowling Green State University and a master of education degree in administrative and policy studies from the University of Pittsburgh. Her previous experience includes serving as the project director of an evaluation and assessment collaborative at the University of Pittsburgh and 13 years directing an international service program in native communities in Australia, the Caribbean, and North America.

Grant & Program-Related Investment Summary



Grants

\$26,778,497

Total Grants

57**Adelphoi Foundation**

LATROBE, PA
\$1,800,000 toward two-year support of construction projects at the Youth and Family Center

Amachi Pittsburgh

PITTSBURGH, PA
\$200,000 toward support of operations and capacity building efforts

Arc Human Services, Inc.

WASHINGTON, PA
\$400,000 to implement five key technology platforms

Auberle

MCKEESPORT, PA
\$500,000 toward two-year support to scale three successful and innovative programs: the Employment Institute, 412 Youth Zone, and SNAP

Bethlen Home of the Hungarian Reformed Federation of America

LIGONIER, PA
\$45,000 toward two-year support of the Intergenerational Wellness Program

The Board of Trustees of the Leland Stanford Junior University

PALO ALTO, CA
\$1,161,497 toward three-year support to develop PretermConnect, a mobile-digital application to reduce infant mortality rates in Allegheny County, Pennsylvania

C. R. Jrs. Chip, Inc.

PITTSBURGH, PA
\$500,000 toward two-year support to construct a new learning center at the Bob O'Connor Golf Course in Schenley Park

Center for Hope

AMBRIDGE, PA
\$365,000 toward three-year support of The Wellness Center, a collaboration between Center for Hope and the Robert Morris University School of Nursing

The Challenge Program, Inc.

JOHNSTOWN, PA
\$250,000 toward two-year support of the Step Up program connecting 11th and 12th grade career and technology center students to employers

Children's Aid Home Programs of Somerset County, Inc.

SOMERSET, PA
\$250,000 toward comprehensive mental health treatment for youth

Children's Hospital of Pittsburgh Foundation

PITTSBURGH, PA
\$20,000 toward the Supportive Care Program at UPMC Children's Hospital

City Mission-Living Stones, Inc.

UNIONTOWN, PA
\$200,000 toward two-year support of operations

The Coalition for a Brighter Greene

WAYNESBURG, PA
\$75,000 toward start-up and operating support (\$25,000), and a matching gift to launch an annual campaign (\$50,000)

Community Empowerment Association, Inc.

PITTSBURGH, PA
\$100,000 toward support of a work readiness training program

Computer Reach

PITTSBURGH, PA
\$50,000 toward support of operations

Conservation Consultants, Inc.

PITTSBURGH, PA
\$275,000 to deliver energy-efficient, healthy homes to low-income Pittsburgh residents and elderly residents in the Larimer and Homewood neighborhoods

County of Allegheny, Department of Human Services

PITTSBURGH, PA
\$900,000 toward two-year support of the Home-Based Family Recovery Program

DePaul School for Hearing and Speech

PITTSBURGH, PA
\$250,000 to create a new, safe, and secure entryway for the school

East End Cooperative Ministry

PITTSBURGH, PA
\$500,000 toward support of operations

East Liberty Family Health Care Center, Inc.

PITTSBURGH, PA
\$1,000,000 toward renovations and relocation of the Lincoln Lemington facility

Easter Seals Western and Central Pennsylvania

PITTSBURGH, PA
\$66,000 toward purchase of accounting and donor management software

Every Child, Inc.

PITTSBURGH, PA
\$130,000 toward technology infrastructure upgrades

Family Pathways

BUTLER, PA
\$350,000 toward construction of a state-of-the-art training facility to serve the needs of Butler County individuals, families, nonprofits, and businesses

The Forbes Funds

PITTSBURGH, PA
\$125,000 toward capacity-building services for community-based nonprofits (\$100,000) and to pilot a new cohort-based program, LEAP Ambassadors/PIOSA, designed to foster organizational development (\$25,000)

Goodwill of Southwestern Pennsylvania

PITTSBURGH, PA
\$2,000,000 toward the purchase of the headquarters campus in Lawrenceville

Greene County Memorial Hospital Foundation

WAYNESBURG, PA
\$500,000 toward construction of a recreation center (\$250,000) and support of operations (\$250,000)

Habitat for Humanity of Greater Pittsburgh

PITTSBURGH, PA
\$500,000 toward support of operations (\$100,000) and Pittsburgh's Affordable Homeownership Program (\$400,000)

Higher Achievement Program, Inc.

PITTSBURGH, PA
\$280,000 toward programs serving Homewood students

Homewood Children's Village

PITTSBURGH, PA
\$750,000 toward support of operations

Hosanna House, Inc.

WILKINSBURG, PA
\$350,000 toward support of operations and kitchen improvements at the Sherwood Campus

Jeremiah's Place - Pittsburgh Relief Nursery

PITTSBURGH, PA
\$300,000 toward two-year support of operations

Laurel Area Interfaith Volunteer Caregivers, Inc.

LATROBE, PA
\$75,000 toward three-year support of operations to build financial sustainability and strengthen organizational capacity

Manchester Youth Development Center, Inc.

PITTSBURGH, PA
\$600,000 toward two-year support of operations

Milestone Centers, Inc.

PITTSBURGH, PA
\$300,000 to improve client outcomes and agency efficiencies through data analytics

Mount Ararat Community Activity Center, Inc.

PITTSBURGH, PA
\$100,000 toward support of operations

Open Hand Ministries, Inc.

PITTSBURGH, PA
\$450,000 toward a three-year effort to improve home ownership rates for low- to moderate-income minority families in Pittsburgh's East End

Pennsylvania Organization for Women in Early Recovery

PITTSBURGH, PA
\$220,000 toward support of operations

The Pittsburgh Foundation

PITTSBURGH, PA
\$325,000 toward support of the Community Foundation of Westmoreland County's Healthy Communities Program

The Poise Foundation

PITTSBURGH, PA
\$100,000 to develop an education program to build African-American executive leadership

Pressley Ridge

PITTSBURGH, PA
\$1,500,000 toward construction of a new School for Autism and School for the Deaf

Program to Aid Citizen Enterprise

PITTSBURGH, PA
\$15,000 to perform a review of Amachi Pittsburgh's financial infrastructure and facilitate a process of implementing financial management policies and procedures

RAND Corporation

PITTSBURGH, PA
\$270,000 to assess whether Grow Pittsburgh's Learning Garden Program increases students' fruit and vegetable preferences, willingness to taste, knowledge, and consumption at school

Rebuilding Together Pittsburgh

PITTSBURGH, PA
\$250,000 to rehabilitate housing for low-income homeowners in Homewood

St. Clair Health Corporation

PITTSBURGH, PA
\$1,000,000 toward three-year support to construct a new, state-of-the-art outpatient center to meet growing patient demand and address national trends in medical care

Small Seeds Development, Inc.

PITTSBURGH, PA
\$130,000 toward support of the Mother to Son program in Jeannette, PA, and a pilot Father and Son program

Specialty Outreach Services, Inc.

BUTLER, PA
\$20,000 toward the purchase of vehicles that will support the transportation needs of clients

Thomas and Sandra Usher Camp

RECTOR, PA
\$150,000 toward two-year support of operations and camper scholarships

Three Rivers Rowing Association

PITTSBURGH, PA
\$60,000 toward an after-school rowing mentorship program for low-income, at-risk female middle school and high school students attending public and charter schools (\$36,000) and one-time support of boathouse renovations (\$24,000)

Three Rivers Youth

PITTSBURGH, PA
\$400,000 toward debt-relief strategies

Trying Together

PITTSBURGH, PA
\$425,000 to support operations at the Homewood Early Learning Hub (\$400,000) and pilot the Family Check-Up Intervention with 75 Homewood families (\$25,000)

United Way of Southwestern Pennsylvania

PITTSBURGH, PA
\$600,000 toward improving education, financial stability, and health outcomes for individuals in Westmoreland, Fayette, and Armstrong counties

University of Pittsburgh

PITTSBURGH, PA
\$446,000 toward two-year support to develop a predictive model for opioid overdoses in Allegheny County

University of Pittsburgh, Graduate School of Public Health

PITTSBURGH, PA
\$425,000 toward two-year support of the Pittsburgh Violence Prevention Initiative

Vision To Learn

LOS ANGELES, CA
\$150,000 to provide free eye exams and glasses to students in the Pittsburgh Public Schools and districts in Westmoreland County

Wesley Family Services

PITTSBURGH, PA
\$4,275,000 toward two-year support of costs associated with the merger of Wesley Family Services (\$1,375,000) and construction of an affordable housing/commercial office project (\$2,900,000) in New Kensington

Western Pennsylvania School for the Deaf

PITTSBURGH, PA
\$250,000 to create additional classrooms and teaching space for the Children's Center

Women's Center and Shelter of Greater Pittsburgh

PITTSBURGH, PA
\$50,000 toward support of operations and capacity-building efforts

REGIONAL ECONOMIC DEVELOPMENT

INNOVATION AND REVITALIZATION IN SOUTHWESTERN PENNSYLVANIA

In 2018, the Foundation made 65 grants totaling more than \$35,000,000 to endeavors that support and strengthen the region's economic development. Included in this total were grants of \$14,000,000 to facilitate development in Hazelwood and nearly \$2,500,000 to enhance business development and revitalization in Homewood and East Liberty. Eight million dollars of funding is increasing diversity and momentum of the arts in Pittsburgh and regionally, and nearly \$4,700,000 is improving libraries, stimulating business development, and increasing ecotourism in rural areas.



THE WESTMORELAND MUSEUM OF AMERICAN ART

Ensuring a Smooth Leadership Transition

The Westmoreland Museum of American Art, western Pennsylvania's only museum dedicated to American art, features works by John Singleton Copley, Mary Cassatt, John Singer Sargent, Winslow Homer, and others, including the 19th-century Scalp Level School of landscape painters and 20th-century artists of regional and national repute drawn to record the industrial spectacle of Pittsburgh's Big Steel era. Since a 2015 renovation and expansion, the museum has welcomed over 58,500 visitors to its exhibitions, education programs, and special events, increasing attendance by 27.5 percent over the 10-year historical average prior to the renovation.

The longtime director, only the second person to hold the post after nearly 60 years of operation, Judy O'Toole, retired in 2018, following 25 years of service. In June 2018, the museum hired Anne Kraybill, formerly of the Crystal Bridges Museum of American Art in Bentonville, Arkansas, as its new director. A Foundation grant of \$1,000,000 to support operations over two years will aid the museum in increasing attendance, earned income, outreach, and corporate sponsorships during the leadership transition.



14

THE CLEMENTE COLLECTION AT ENGINE HOUSE 25

Enhancing the Museum for Visitors

The Clemente Museum—dedicated to preserving the athletic accomplishments and humanitarian legacy of Roberto Clemente, among the greatest baseball players of his time—is housed in Engine House 25, a renovated and architecturally significant firehouse in Pittsburgh’s Lawrenceville neighborhood. The Clemente collection includes the majority of Clemente artifacts, works of art, literature, photographs, memorabilia, and related materials, which focus on Clemente himself, as well as his teammates, personal life, and humanitarian causes. Surrounding the Clemente collection are artifacts from more than 20 other sports greats who have connections to Pittsburgh. The facility also houses a winery, wine cellar, and gathering space, all of which are used for private and nonprofit meetings and events. The Clemente Wine Society comprises wine enthusiasts, including retired Pittsburgh Steeler Hines Ward, retired New York Yankee Derek Jeter, and lead vocalist for Pearl Jam,

Eddie Vedder, all of whom are dedicated to the Clemente Museum and to advancing the fundraising and philanthropic interests of the museum and other nonprofit organizations.

A \$400,000 Foundation grant will support facility renovations and operational improvements to meet ADA compliance guidelines, including expanding and improving restrooms and parking areas and adding a passenger elevator and roof deck. The funding also will support improved electronic security and cabinetry work to display the collection, as well as additional staff and enhanced technology to better accommodate events and visitors.

13 The Westmoreland Museum of American Art collection includes works by such famous American artists as Mary Cassatt, John Singer Sargent, and Winslow Homer. Lush Pennsylvania landscapes by George Hetzel, Charles Linford, and Joseph Woodwell, as well as scenes from the region’s coal and steel industry are part of the collection.

14 The Clemente Museum is dedicated to preserving the memory and legacy of “The Great One,” Roberto Clemente.



15 The Ascender and One America Works teams support startups across a broad range of industries, including software, hardware, social ventures, healthcare technologies, educational technologies, and non-profit organizations.

16 The former home of the Hazelwood Brewing Company, which opened in 1905, is getting a new lease on life.

ASCENDER/THRILL MILL

Drawing Technology Companies to Pittsburgh

In recent years, venture capitalist Patrick McKenna has spearheaded a national dialogue about companies seeking to exit Silicon Valley because of high costs of living and obtaining talent, low quality of life, and negative impacts of tax reform. With multiple “heartland” cities devising strategies to attract these companies, Mr. McKenna approached the Foundation with a strategy to draw technology companies to southwestern Pennsylvania.

Ascender/Thrill Mill, a start-up incubator, is overseeing a \$250,000 Foundation grant to hire two representatives in Silicon Valley who, with access to Mr. McKenna’s network, will meet with tech companies considering relocation to highlight the benefits of Pittsburgh. Ascender, in partnership with

the city, universities, and workforce and economic development agencies and organizations, will manage and close these conversations, offering a landing spot in its 11,000-square-foot co-working space in East Liberty to companies that opt to relocate. From there, companies can explore opportunities for further expansion into other parts of the community. An additional \$100,000 grant from the Foundation brought many of these companies to Pittsburgh for Ascender’s Thrival Music + Innovation Festival in September 2018. The Festival, hosted by John Batelle, founder of *Wired* magazine, further demonstrated Pittsburgh’s many business benefits to interested companies.

ECONOMIC DEVELOPMENT IN HAZELWOOD

Reinventing Downtown Corridors

In 2018, the Foundation made grants of more than \$14,000,000 to facilitate economic development in Hazelwood. Almost 93 percent of this investment—\$13,000,000—was awarded to Almono, Hazelwood Initiative, and The Progress Fund (the Fund), a community development financial institution that received \$4,500,000 to assemble real estate holdings, rehabilitate historic property, and construct new industrial space in Hazelwood.

With an eye on maker and food-based entrepreneurship opportunities in Pittsburgh's distressed communities, the Fund purchased the former Hazelwood Brewery building on Lytle Street. With the Foundation's support and in partnership with Hazelwood Initiative, the Fund will seek to acquire all the adjacent properties within one continuous city block, redevelop the property, and create a unified master plan that ensures a tenant is in the redeveloped brewery within two years.



FEATURED
LEADER

DAVID A. KAHLEY

THE PROGRESS FUND
President and CEO

“

Our recent purchase and coming redevelopment of the historic Hazelwood Brewery into a center for craft beverage might be the next spark in Hazelwood. None of it would be happening without Richard King Mellon Foundation's long-term support of Hazelwood and Pittsburgh's small business community.”

— DAVID A. KAHLEY

With David A. Kahley at the helm as president and CEO, there's no question that The Progress Fund, a nonprofit community development financial institution, is in good hands. Kahley's four decades of professional experience in community and economic development include tenure as the executive director of the Main Street Project of Port Townsend, a historic coastal seaport that successfully used tourism to revitalize two Victorian-era business districts. Here in Pennsylvania, he was the assistant to the president and property manager of Pittsburgh History and Landmarks Foundation, a nonprofit organization that developed and operated Station Square, a retail, office, hotel, and restaurant complex along the city's downtown waterfront.

The Progress Fund, with assets of \$45,000,000 and headquarters in Greensburg, Pennsylvania, serves western and northern Pennsylvania, northern West Virginia, and western Maryland. Under Kahley's leadership, in 2011, The Progress Fund was the recipient of the Wachovia

Wells Fargo NEXT Award for Opportunity Finance, the industry's most coveted award for community development financial institutions. The organization also received a Placemaking Award for Excellence in 2015 from Pittsburgh's Urban Land Institute for strategy and investments associated with the Trail Town Program® in towns along the Great Allegheny Passage, the nation's first economic development program that captured the potential of rail-trail based recreation.

Kahley is certified by National Development Council's Economic Development Professional Program and the Urban Land Institute's Real Estate Development Finance Professional Program. He resides in Greensburg, Pennsylvania, where he chairs the city's planning commission and enjoys time as a commercial-rated airplane pilot and helicopter instructor.



17 In addition to finding new homes for the dogs and cats in its care, the Washington Area Humane Society, in its new facility, will offer essential pet welfare and education services to the public.

18 Forward Cities' staff and a coalition of Pittsburgh nonprofit leaders convened in Pittsburgh to advance entrepreneurship opportunities in the region.



17

WASHINGTON AREA HUMANE SOCIETY

Expanding to Better Serve Orphaned and Abused Animals

For more than a century, the Washington Area Humane Society (WAHS) has provided shelter, safety, and food to orphaned and abused animals with the goal of placing them in loving homes. A staff member at the no-kill shelter investigates animal cruelty claims, and the facility accepts strays from animal control officers and the Pennsylvania dog warden. WAHS not only offers a low-cost clinic, cat colony program, and food bank, but also works with agencies and schools to provide education, as well as community service and job training opportunities to area residents. WAHS also provides other services, such as bringing dogs to the county courthouse to visit with

children waiting for dependency hearings and providing opportunities for at-risk and foster children to read to animals at the shelter.

A \$350,000 Foundation grant will help construct a 10,000-square-foot facility to replace the 4,000-square-foot shelter, which is more than 50 years old and in poor condition. The new, larger facility, to include a wellness clinic, enhanced outdoor play areas, adoption meet-and-greet rooms, and a secured kennel, offering humane officers 24/7 access for animal drop-offs, will increase overall capacity for the shelter to house, treat, and otherwise serve animals in need.

FORWARD CITIES

Advancing Inclusive Innovation in Pittsburgh and Westmoreland County

North Carolina-based Forward Cities, which recently merged with CEOs for Cities, is a five-year-old, learning network comprising 33 cities committed to advancing inclusive innovation and economic development. With a \$230,000 Foundation grant, Forward Cities will launch a community innovation accelerator in Pittsburgh and New Kensington in Westmoreland County to spur economic growth, revitalize neighborhoods, and create businesses and jobs, as well as lessen the risk that these communities will be left behind in today's ever-changing, knowledge-based economy.

Within a year, Forward Cities will hire a full-time project manager to map the status of inclusive innovation programs in Pittsburgh, including organizations already offering or developing such programs. The incumbent also will identify state and federal funding opportunities and successful benchmarking projects in other Forward Cities member cities; convene stakeholders to identify several "beachhead" initiatives to be implemented within 18 months; seek support for those projects; and scale the successful ones.

In 2018, a group of Pittsburgh's stakeholders, business leaders, and government officials attended the Forward Cities National Convening, connecting to leaders from inclusive innovation cities engaged in similar efforts. Over time, the project will connect entrepreneurs to revenue-enhancing resources, increase procurement of services from minority-owned enterprises, link the unemployed with employment opportunities, support development in under-developed commercial corridors, and identify or create investment vehicles for local businesses.



CHRISTOPHER GERGEN

FORWARD CITIES
CEO and Co-Founder

In addition to founding Forward Cities, longtime entrepreneur Christopher Gergen is the founder of numerous other organizations devoted to creating transformative experiences and environments to unleash next generation entrepreneurial leaders. He is a founding partner of HQ Community, the largest entrepreneurial co-working community in North Carolina, and the co-founder of Smarthinking, which, before it was acquired by Pearson Education in 2011, was the leading online provider of tutoring in the United States. "Entrepreneur Corps," an AmeriCorps VISTA initiative that placed 400 full-time business professionals in more than 90 nonprofits, where they provided a year of volunteer service, also was founded by Gergen. He began putting ideas into action when, at the age of 24, he started Cafe Nunoa, a restaurant and live-music venue in Santiago, Chile.

Gergen is the co-author of *Life Entrepreneurs: Ordinary People Creating Extraordinary Lives*, a fellow and faculty member with Duke University's Innovation and Entrepreneurship initiative, and senior advisor for the Algernon Sydney Sullivan Foundation's Social Entrepreneurship Initiative. He holds a bachelor's degree from Duke University, a master's degree in public policy with a focus in education reform from the George Washington University, and an MBA from Georgetown University. He lives with his wife and two children in Durham, NC.

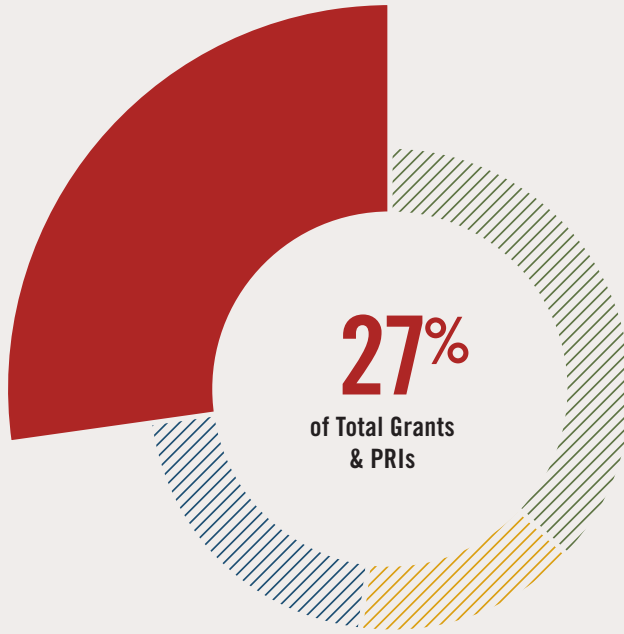


Through Forward Cities' community-led process to help identify and remove barriers to entrepreneurship and small business growth in Pittsburgh and New Kensington, the Richard King Mellon Foundation has been an invaluable partner every step of the way."

— CHRISTOPHER GERGEN



Grant & Program-Related Investment Summary



Grants & PRIs Approved

\$35,005,009

Total Grants & PRIs

65

African American Cultural Center

PITTSBURGH, PA
\$750,000 toward programming
for the August Wilson Center

\$600,000 toward support
of operations

Allegheny Cemetery Historical Association

PITTSBURGH, PA
\$250,000 toward two-year
support of the restoration
and preservation of Allegheny
Cemetery

Allegheny Conference on Community Development

PITTSBURGH, PA
\$500,000 toward production of a
film highlighting post-industrial
Pittsburgh

\$494,000 toward programs to
improve the Pittsburgh region's

economy and quality of life by
fostering business investment
and addressing issues affecting
its competitiveness

\$200,000 toward support of a
PGHQ2 partnership, housed
at Allegheny Conference, to
coordinate the efforts of all
local jurisdictions, businesses,
universities, and foundations
working together to secure
Amazon's Pittsburgh expansion

ALMONO, LP

PITTSBURGH, PA
\$1,190,565 as a program-related
investment toward support
of operations

Bible Center Church, Inc.

PITTSBURGH, PA
\$175,000 toward support of Every
Day Cafe and the development
of Homewood's food-based
entrepreneurial ecosystem

Carnegie Free Library

CONNELLSVILLE, PA
\$200,000 toward capital
improvements to parking and
storage and installation of an
ADA-compliant restroom

Children's Museum of Pittsburgh

PITTSBURGH, PA
\$375,000 toward exhibit
development

City Theatre Company, Inc.

PITTSBURGH, PA
\$310,000 toward support
of operations

The Clemente Collection at Engine House 25

PITTSBURGH, PA
\$400,000 toward two-year
support of museum operations

Community Foundation of Greater Johnstown

JOHNSTOWN, PA
\$450,000 toward a joint
grantmaking program with the
Richard King Mellon Foundation

Community Theater Project Corporation

PITTSBURGH, PA
\$250,000 toward support
of operations

Delmont Public Library, Inc.

DELMONT, PA
\$400,000 toward construction
of a new library and community
center

East Liberty Development Incorporated

PITTSBURGH, PA
\$500,000 toward two-year support
of operations to complete the East
Liberty Community Plan

EcoDistricts

PORTLAND, OR
\$10,000 toward scholarship
support for Pittsburgh-area
EcoDistricts Summit attendees

Economic Growth Connection of Westmoreland

GREENSBURG, PA
\$1,500,000 toward two-year
support of program expenses
and entrepreneurial real estate
initiatives in New Kensington

Fort Ligonier Association

LIGONIER, PA
\$500,000 toward two-year support
of operations

Fort Ligonier Days, Inc.

LIGONIER, PA
\$45,000 toward support of
operations and Fort Ligonier Days

Forward Cities, Inc.

DURHAM, NC
\$230,000 toward membership
in the Forward Cities Network
and Community Innovation
Accelerators to help advance local
inclusive innovation efforts

Friends of the Riverfront

PITTSBURGH, PA
\$50,000 toward support of
operations pertaining to
recruitment and deployment of
volunteers to provide clean, safe,
and well-cared-for land and
water trails

Grantmakers of Western Pennsylvania

PITTSBURGH, PA
\$23,000 toward support
of operations

Green Building Alliance

PITTSBURGH, PA
\$475,000 toward support of operations and programs, as well as options to fund one-time furniture replacement, website redevelopment, and the Pittsburgh Green Story

Grow Pittsburgh

PITTSBURGH, PA
\$143,000 toward support of operations to expand work in Homewood and to complete a feasibility study for a new greenhouse

Hazelwood Initiative, Inc.

PITTSBURGH, PA
\$3,100,000 toward two-year support to purchase and renovate commercial properties in the Hazelwood Business District and acquire residential properties

The Homewood Cemetery Historical Fund

PITTSBURGH, PA
\$250,000 toward two-year support of the restoration and preservation of the Homewood Cemetery

Ligonier Valley Historical Society

LAUGHLINTOWN, PA
\$100,000 toward purchase of a historical property and demolition of a structure on the property

The Mountain Playhouse, Inc.

JENNERSTOWN, PA
\$245,000 toward support of operations and a feasibility study for the 80th anniversary capital campaign

National Aviary Pittsburgh, Inc.

PITTSBURGH, PA
\$1,075,000 toward two-year support to construct a building to house events and programming (\$1,000,000), and a strategic plan focused on developing resources for conservation efforts (\$75,000)

New Hazlett Center for the Performing Arts

PITTSBURGH, PA
\$200,000 toward support of operations and programs

Northside Industrial Development Company

PITTSBURGH, PA
\$950,000 toward two-year support of operations

Operation Better Block, Inc.

PITTSBURGH, PA
\$675,000 toward support of operations (\$450,000), capital projects at the James Givner Building (\$125,000), and residential rehab projects (\$100,000)

Pittsburgh Ballet Theatre, Inc.

PITTSBURGH, PA
\$100,000 toward a collaboration between the Pittsburgh Ballet Theatre and the Dance Theatre of Harlem to perform at the August Wilson Center

\$350,000 toward support of operations and a merchandising partnership with local makers

Pittsburgh Community Reinvestment Group

PITTSBURGH, PA
\$10,000 toward support of community leaders and advocates to attend Rail-Volution 2018 and learn and incorporate state-of-the-art tools to create livable communities through transit

The Pittsburgh Foundation

PITTSBURGH, PA
\$10,000 to create a strategic plan for the National Society of Minorities in Hospitality

Pittsburgh Glass Center, Inc.

PITTSBURGH, PA
\$300,000 toward support of operations (\$250,000) and capital improvements (\$50,000)

Pittsburgh Opera, Inc.

PITTSBURGH, PA
\$400,000 toward support of operations

Pittsburgh Partnership for Neighborhood Development

PITTSBURGH, PA
\$500,000 toward two-year support of the North Homewood Avenue Transformation Initiative

Pittsburgh Playwrights Theatre Company

PITTSBURGH, PA
\$25,000 toward production of August Wilson's *King Hedley II*; performed at the childhood home of August Wilson, April 27 – June 3

The Pittsburgh Public Theater Corporation

PITTSBURGH, PA
\$300,000 toward support of operations

Pittsburgh Symphony, Inc.

PITTSBURGH, PA
\$400,000 toward support of operations and evaluation of leadership candidates for the POPS concert series

\$25,000 to engage a consultant to undertake a financial analysis and provide direction to maximize revenues of the capital asset of Heinz Hall

Pittsburgh Trust for Cultural Resources

PITTSBURGH, PA
\$50,000 to conduct a series of risk assessments for organizations located in the Cultural District to determine cybersecurity status and identify gaps

\$150,000 toward support of the 2018 Pittsburgh International Festival of Firsts

The Progress Fund

GREENSBURG, PA
\$4,500,000 toward two-year support to assemble real estate holdings, rehabilitate historic properties, and construct new industrial space in Hazelwood

PublicSource, Inc.

PITTSBURGH, PA
\$375,000 toward support of operations

Redevelopment Authority of the City of Connellsville

CONNELLSVILLE, PA
\$550,000 toward two-year support of a property acquisition/stabilization and demolition program

Riverlife

PITTSBURGH, PA
\$250,000 toward six-month support of operations and to recruit a new CEO

Scenic Pittsburgh

PITTSBURGH, PA
\$120,000 toward support of operations and programs to protect, preserve, and promote southwestern Pennsylvania's scenic resources

Smart Growth Partnership of Westmoreland County, Inc.

GREENSBURG, PA
\$85,000 toward two-year support of operations and capacity-building efforts

Southern Alleghenies Museum of Art

LORETTO, PA
\$15,000 to purchase equipment to improve the auditory experience for visitors

Thrill Mill, Inc.

PITTSBURGH, PA
\$350,000 toward 18-month support of operations for the One America Pittsburgh/Ascender pilot program to attract company expansion to Pittsburgh

Touchstone Center for Crafts

FARMINGTON, PA
\$54,444 to install fiber optic technology

Union Project

PITTSBURGH, PA
\$350,000 to build a new kiln shelter to improve capacity for Union Project artists to explore projects with Bridgeway Capital's Craft Business Accelerator

Urban Manufacturing Alliance

BROOKLYN, NY
\$20,000 toward support of the "Building Coalitions to Create Equitable Manufacturing Ecosystems" gathering in Pittsburgh in September 2018

Urban Redevelopment Authority of Pittsburgh

PITTSBURGH, PA
\$650,000 toward construction of a new park at the intersection of the Larimer and East Liberty neighborhoods, using green infrastructure to reduce storm flows

Venture Outdoors

PITTSBURGH, PA
\$500,000 toward two-year support of programs and a one-time capital project

Washington Area Humane Society

EIGHTY FOUR, PA
\$350,000 toward construction of a new 10,000-square-foot facility

Westmoreland County Parks & Recreation Citizens Advisory Board

GREENSBURG, PA
\$250,000 to rehabilitate and develop two recreational sites within Cedar Creek Park

Westmoreland Cultural Trust

GREENSBURG, PA
\$250,000 to build out four apartments on the third floor of the Palace Theatre Apartments

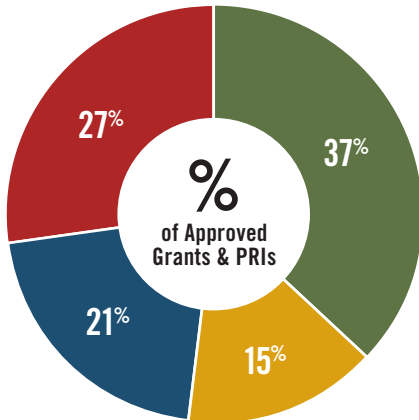
Westmoreland Museum of Art

GREENSBURG, PA
\$1,000,000 toward two-year support of operations and in recognition of Judy O'Toole's 25 years of service

Wilksburg Community Development Corporation

WILKINSBURG, PA
\$1,000,000 to renovate the Lohr Building to create retail and office space

Appropriations 2018



BY PROGRAM PRIORITY	NUMBER OF GRANTS & PRIs	APPROVED GRANTS & PRIs
Regional Economic Development	65	\$ 35,005,009
Education	21	18,576,000
Human Services	57	26,778,497
Conservation	37	47,231,500
Totals	180	\$127,591,006

BY GEOGRAPHIC AREA

Pittsburgh + Southwestern PA	\$ 108,421,006
Other	19,170,000
Total	\$127,591,006

NET INVESTMENT INCOME

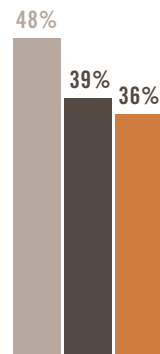
1947 through 2017	\$ 1,639,955,196
2018	54,557,074
Total	\$1,694,512,270

GRANTS PAID + PROGRAM-RELATED INVESTMENTS

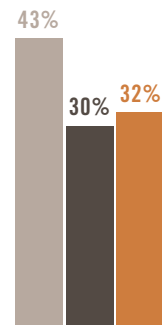
1947 through 2017	\$ 2,540,527,356
2018	126,996,801
Total	\$2,667,524,157

BY SUPPORT TYPE

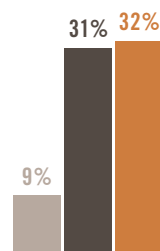
2016 2017 2018



**GENERAL OPERATING/
PROGRAM SUPPORT**
\$46,503,562



CAPITAL SUPPORT
\$40,722,444



LAND ACQUISITION
\$40,365,000

STATEMENTS OF FINANCIAL POSITION

December 31,	2018	2017
ASSETS		
Cash	\$ 6,448	\$ 626,591
Other current assets	5,747,000	5,435,323
Investments:		
Equities	1,220,545,094	1,406,113,001
Fixed income	545,316,623	569,128,078
Temporary investments	60,444,248	123,100,505
Alternative investments	519,580,585	418,522,868
Subtotal	2,345,886,550	2,516,864,452
Payable from unsettled securities purchases, net	(1,259,282)	(2,237,702)
Total investments	2,344,627,268	2,514,626,750
Program-related assets	104,696,165	92,505,600
Total assets	\$2,455,076,881	\$2,613,194,264
LIABILITIES AND NET ASSETS		
Liabilities:		
Grants payable	\$ 31,198,871	\$ 29,854,666
Deferred federal excise taxes	2,763,489	4,972,128
Appropriations for program-related assets	104,696,165	93,255,600
Total liabilities	138,658,525	128,082,394
Net assets without restrictions	2,316,418,356	2,485,111,870
Total liabilities and net assets	\$2,455,076,881	\$2,613,194,264

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

For the year ended December 31,	2018	2017
INCOME		
Investment income	\$ 70,032,771	\$ 66,625,869
Realized gains on investments	111,241,768	116,706,577
Unrealized (losses) gains on investments	(220,863,839)	214,898,514
Total income	(39,589,300)	398,230,960
Less: Investment management expenses	(9,875,119)	(8,905,459)
Net investment return	(49,464,419)	389,325,501
EXPENSES		
Grants approved, net of rescissions	113,628,517	106,880,537
Administrative and program	6,282,743	5,652,990
Provision for taxes	1,526,473	1,393,607
Provision for deferred taxes	(2,208,638)	2,148,985
Total expenses	119,229,095	116,076,119
Change in net assets without restrictions	(168,693,514)	273,249,382
NET ASSETS WITHOUT RESTRICTIONS		
Beginning of period	2,485,111,870	2,211,862,488
End of period	\$2,316,418,356	\$2,485,111,870

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

For the year ended December 31,	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets without restrictions	(\$168,693,514)	\$273,249,382
Adjustments to reconcile change in net assets without restrictions to net cash used by operating activities:		
Accretion	(391,514)	(864,748)
Deferred federal excise taxes	(2,208,639)	2,148,985
Realized gains on investments	(111,241,768)	(116,706,577)
Unrealized losses (gains) on investments	220,863,839	(214,898,514)
Increase (decrease) in cash from changes in:		
Other current assets	(311,677)	(1,089,448)
Program-related assets	(12,190,565)	(29,405,600)
Grants payable	1,344,205	(9,482,363)
Appropriations for program-related assets	11,440,565	30,155,600
Net cash used by operating activities	(61,389,068)	(66,893,283)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	(938,359,892)	(1,249,544,295)
Proceeds from sales of investments	999,128,817	1,316,206,802
Net cash provided by investing activities	60,768,925	66,662,507
Net change in cash	(620,143)	(230,776)
CASH		
Beginning of year	626,591	857,367
End of year	\$ 6,448	\$ 626,591

The accompanying notes are an integral part of these financial statements.

2018 SUMMARY OF INVESTMENTS

	December 31, 2018	
	Book Value	Fair Value
Equities	\$ 1,062,541,042	\$ 1,220,477,414
Fixed income	588,518,789	545,316,623
Temporary investments	60,447,448	60,444,248
Alternative investments	356,771,060	518,388,983
Total investments	\$2,068,278,339	\$2,344,627,268

The accompanying notes are an integral part of these financial statements.

2017 SUMMARY OF INVESTMENTS

	December 31, 2017	
	Book Value	Fair Value
Equities	\$ 1,018,961,919	\$ 1,405,201,233
Fixed income	585,243,460	569,089,600
Temporary investments	123,101,106	123,100,505
Alternative investments	290,107,497	417,235,412
Total investments	\$2,017,413,982	\$2,514,626,750

The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements of the Richard King Mellon Foundation (Foundation) are prepared on the accrual basis of accounting.

Nature of Operations

The purpose of the Foundation is to provide grants to organizations in Pittsburgh and Southwestern Pennsylvania, primarily in the areas of Regional Economic Development, Education, and Human Services and NonProfit Capacity Building. Its interest in the area of Conservation is national.

Cash

Cash includes operating accounts plus domestic income cash held in bank custody accounts.

Investments

In accordance with the authoritative guidance on fair value measurements and disclosures under Generally Accepted Accounting Principles (GAAP), the Foundation discloses the fair value of its investments in a hierarchy that prioritizes the inputs to valuation techniques used to measure the fair value. Fair value is defined 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. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under GAAP are as follows:

LEVEL 1: Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Foundation has the ability to access at the measurement date.

LEVEL 2: Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.

LEVEL 3: Inputs that are unobservable.

Inputs are used in applying the various valuation techniques and refer to the assumptions that market participants use to make valuation decisions. Inputs may include price information, credit data, liquidity statistics, interest rates, yield curves, volatilities, prepayment speeds, default rates, and other factors. A financial instrument's level, within the fair value hierarchy, is based on the lowest level of any input that is significant to the fair value measurement. The Foundation considers observable data to be that market data which is readily available and reliable and provided by independent sources. The categorization of a financial instrument within the hierarchy is therefore based upon the pricing transparency of the instrument and does not necessarily correspond to the Foundation's perceived risk of that instrument.

Investments whose values are based on quoted market prices in active markets are classified as Level 1 and include active listed equities and certain short-term fixed income investments. The Foundation does not adjust the quoted price for such instruments, even in situations where the Foundation holds a large position and a sale of all its holdings could reasonably impact the quoted price.

Investments that trade in markets that are not considered to be active, but are valued based on quoted market prices, dealer quotations, or alternative pricing sources, are classified as Level 2. These include certain U.S. government and sovereign obligations, government agency obligations, investment grade corporate bonds and less liquid equity securities.

Investments classified as Level 3 have significant unobservable inputs, as they trade infrequently or not at all. The inputs into the determination of fair value are based upon the best information in the circumstance and may require significant management judgment. Certain of the Foundation's investments in stocks, equity positions in private companies, and long-term debt instruments are classified as Level 3 because they do not have an active market.

The fair value of the Foundation's alternative investments are measured using the net asset value (NAV) per share, or its equivalent, as a practical expedient. The practical expedient is an acceptable method under GAAP to determine the fair value of certain NAV investments that (a) do not have a readily determinable fair value predicated upon a public market and (b) either have the attributes of an investment company or prepare their financial statements consistent with the measurement principles of an investment company under GAAP. These investments are primarily made under agreements to participate in limited partnerships and are generally subject to certain withdrawal restrictions. Values for these partnerships, which may include investments in both nonmarketable and market-traded securities, are provided by the general partner and may be based on recent transactions, cash flow forecasts, appraisals and other factors. Market values may be discounted for concentration of ownership. Because of the inherent uncertainty of valuing the investments in such partnerships and certain of the underlying investments held by the partnerships, the Foundation's estimate of fair value may differ significantly from the values that would have been used had a ready market for the investments existed. The financial statements of the limited partnerships are audited annually by independent auditing firms. Investments in these partnerships may be illiquid, and thus there can be no assurance that the Foundation will be able to realize the value of such investments in a timely manner. The Foundation believes that the use of the practical expedient for its alternative investments is a reasonable estimate of fair value as of December 31, 2018 and 2017.

The Foundation's investments are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with investments and the level of uncertainty related to changes in the value of investments, it is at least reasonably possible that significant changes in risks in the near term may materially affect the amounts reported in the financial statements.

Realized gain (loss) from dispositions of investments is determined by specific cost identification. Unrealized gain (loss) of investments represents the change in the difference between fair value quotations and the total book value of investments held at the beginning and end of the year.

Use of Estimates

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

Grants

Grants approved, net of rescissions are recognized at the time of approval provided the grant is not subject to significant future conditions.

Program-Related Assets

The Foundation makes investments which advance its charitable mission and qualify as charitable distributions by the Internal Revenue Service. Such investments, which include loans made to various organizations and equity investments in limited partnerships, earn below risk-adjusted market rates of return. Management has reviewed the program-related assets and believes no allowance is necessary as of December 31, 2018 and 2017.

Recently Issued Accounting Standards

In June 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-08, *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*, which clarifies whether transactions should be accounted for as contributions (nonreciprocal) or exchange transactions (reciprocal), as well as the framework for determining whether a contribution is conditional. ASU 2018-08 is effective for the fiscal years beginning after December 15, 2019. Early adoption is permitted. The Foundation is currently assessing the impact this standard will have on its financial statements.

In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-13 ("ASU 2018-13"), *Fair Value Measurement (Topic 820): Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement*, which adds, removes, and modifies certain aspects of the fair value disclosure. ASU 2018-13 amendments are the result of a broader disclosure project, *FASB Concepts Statement Conceptual Framework for Financial Reporting – Chapter 8: Notes to Financial Statements*, to improve the effectiveness

of the fair value disclosure requirements. ASU 2018-13 is effective for the fiscal years beginning after December 15, 2019; early adoption is permitted. The Foundation is currently assessing the impact this standard will have on its financial statements.

NOTE 2: TAXES

The Foundation is exempt from federal income taxes under Section 501(c) (3) of the Internal Revenue Code. The Foundation is subject to a federal excise tax equal to 2% of net investment income, which consists of interest and dividend income, realized gains on sales of investments less realized losses to the extent that they can be offset against realized gains, less related investment expenses. The Foundation met certain distribution requirements defined in Section 4940 of the Internal Revenue Code, resulting in a reduced tax of 1% of net investment income for the years ended December 31, 2018 and 2017.

At December 31, 2018 and 2017, deferred federal excise taxes are provided at 1%, which is the rate expected to be paid on unrealized gains on investments.

The Foundation is subject to the authoritative guidance on accounting for uncertainty in income taxes issued under Generally Accepted Accounting Principles. This guidance establishes a minimum threshold for financial statement recognition of the benefit of positions taken in filing tax returns (including whether an entity is taxable in a particular jurisdiction), and requires certain expanded tax disclosures. The Foundation has recorded no uncertain tax liabilities pursuant to this guidance. The Foundation continually reviews its tax positions and such conclusions under the guidance based on factors including, but not limited to, ongoing analyses of tax laws and regulations.

NOTE 3: COMMITMENTS

The Foundation is a Limited Partner in limited partnerships for investment purposes. At December 31, 2018 and 2017, the Foundation had contractually committed to additional investments of \$406.7 million and \$374.6 million, respectively.

At December 31, 2018, the Foundation had outstanding trades to purchase and sell investments with a settlement date in 2019 of \$1.5 million and \$0.2 million for a net payable of \$1.3 million. At December 31, 2017, the Foundation had outstanding trades to purchase and sell investments with a settlement date in 2018 of \$2.8 million and \$0.6 million for a net payable of \$2.2 million. These transactions are reflected within the financial statements on a net basis.

The Foundation seeks to maintain sufficient liquidity to meet the cash needs for the following year's general expenditures. At December 31, 2018, the Foundation had \$1,833.7 million in financial assets available for use within one year to meet its cash needs, which included cash, other current assets, equities, fixed income and temporary investments.

NOTE 4: FAIR VALUE MEASUREMENTS

The following table presents the investments carried on the Statements of Financial Position by level within the valuation hierarchy as of December 31, 2018 and 2017.

There were no significant transfers between Levels 1, 2, and 3 during the years ended December 31, 2018 and 2017.

Investments at Fair Value as of December 31, 2018

Investments	Level 1	Level 2	Level 3	NAV	Total
Equities	\$ 783,032,036	\$ 375,750	\$18,115,261	\$ 419,022,047	\$1,220,545,094
Fixed income	214,043,224	145,182,080	0	186,091,319	545,316,623
Temporary investments	60,444,248	0	0	0	60,444,248
Alternative investments	0	0	0	519,580,585	519,580,585
Total investments	\$1,057,519,508	\$145,557,830	\$18,115,261	\$1,124,693,951	\$2,345,886,550

Payables from unsettled securities purchases, net at Fair Value as of December 31, 2018

Payables, net	Level 1	Level 2	Level 3	NAV	Total
Equities	(\$67,680)	\$0	\$0	\$0	(\$67,680)
Fixed income	0	0	0	0	-
Alternative investments	0	0	0	(1,191,602)	(1,191,602)
Total payables, net	(\$67,680)	\$0	\$0	(\$1,191,602)	(\$1,259,282)

Investments at Fair Value as of December 31, 2017

Investments	Level 1	Level 2	Level 3	NAV	Total
Equities	\$ 882,711,236	\$ 1,497,189	\$15,584,415	\$ 506,320,161	\$1,406,113,001
Fixed income	237,633,096	138,146,072	0	193,348,910	569,128,078
Temporary investments	123,100,505	0	0	0	123,100,505
Alternative investments	0	0	0	418,522,868	418,522,868
Total investments	\$1,243,444,837	\$139,643,261	\$15,584,415	\$1,118,191,939	\$2,516,864,452

Payables from unsettled securities purchases, net at Fair Value as of December 31, 2017

Payables, net	Level 1	Level 2	Level 3	NAV	Total
Equities	(\$911,768)	\$0	\$0	\$0	(\$911,768)
Fixed income	0	(38,478)	0	0	(38,478)
Alternative investments	0	0	0	(1,287,456)	(1,287,456)
Total payables, net	(\$911,768)	(\$38,478)	\$0	(\$1,287,456)	(\$2,237,702)

The following tables present a roll-forward of the amounts for the years ended December 31, 2018 and 2017 for investments classified within Level 3:

Fair Value Measurements using Level 3 Inputs for the year ended December 31, 2018

Investments	Balance at December 31, 2017	Net Investment Income	Realized Gain/(Loss)	Change in Unrealized Gain/(Loss)	(Sales)	Purchases	Balance at December 31, 2018
Equities	\$15,584,415	\$0	\$39,086	(\$29,755)	(\$169,039)	\$2,690,554	\$18,115,261
Fixed income	-	-	-	-	-	-	-
Total investments	\$15,584,415	\$0	\$39,086	(\$29,755)	(\$169,039)	\$2,690,554	\$18,115,261

Fair Value Measurements using Level 3 Inputs for the year ended December 31, 2017

Investments	Balance at December 31, 2016	Net Investment Income	Realized Gain/(Loss)	Change in Unrealized Gain/(Loss)	(Sales)	Purchases	Balance at December 31, 2017
Equities	\$10,678,466	\$ 0	\$32,743	(\$22,912)	(\$325,568)	\$5,221,686	\$15,584,415
Fixed income	1,049,309	73,181	9,101	(79,039)	(1,052,552)	-	-
Total investments	\$11,727,775	\$73,181	\$41,844	(\$101,951)	(\$1,378,120)	\$5,221,686	\$15,584,415

The Foundation has certain investments that do not have readily determinable fair values but permit direct redemption or distributions at times specified under the governing documents. As a practical expedient, the Foundation relies on the net asset value (NAV) of these investments as their fair value. The net asset values that have been provided by the investees have been derived from the fair values of the underlying investments as of the reporting date. The following table summarizes the nature of these investments and any related liquidation restrictions or other factors which may impact the ultimate value realized.

There are no current plans to sell any of these investments.

Category of Investment	Investment Strategy	Number of Funds	Fair Value Determined Using NAV	Unfunded Commitments (\$ millions)	Redemption Terms	Remaining Life
Equities	Domestic	1	\$ 39,879,999	\$ 0	(1)	n/a
Equities	Domestic, international & emerging markets	5	379,142,048	0	(2)	n/a
Fixed Income	Long-term debt, global & high yield	7	186,091,319	0	(3)	80% n/a, 19% 6 years, 1% 15 years
Alternative investments	Buyouts, distressed debt, energy, real estate & venture capital	209	519,580,585	406.7	(4)	(5)
Totals		222	\$1,124,693,951	\$406.7		

All percentages below based on percent of total fair value of investments determined using NAV:

(1) Subject to shareholder approval. (2) All funds subject to 0-30 days prior notice, 67% subject to daily redemptions, 27% subject to monthly redemptions, 6% subject to quarterly redemptions. (3) 77% subject to monthly redemption with 3-30 days prior notice, 23% subject to quarterly redemptions. (4) All redemptions, sales, or transfers subject to approval of general partner. (5) 12% 1 year, 19% 2-5 years, 59% 6-10 years, 10% 11-15 years; all funds subject to extensions between 0-3 years.

NOTE 5: PROGRAM-RELATED ASSETS

The program-related assets are comprised of loan and equity assets. The scheduled loan repayment and equity recovery time frame are listed below:

December 31, 2018	Loan Program-Related Assets	Equity Program-Related Assets	Total
Due within 1 year	\$ 9,500,000	\$ 0	\$ 9,500,000
Due after 1 year through 5 years	39,707,143	0	39,707,143
Due after 5 years through 10 years	25,845,857	0	25,845,857
Due after 10 years	15,690,565	13,952,600	29,643,165
Total	\$90,743,565	\$13,952,600	\$104,696,165

NOTE 6: SUBSEQUENT EVENTS

The Foundation evaluated all activity through May 22, 2019, the date the financial statements were available to be issued, and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the Notes to Financial Statements.

Report of Independent Auditors

TO THE TRUSTEES OF THE RICHARD KING MELLON FOUNDATION:

We have audited the accompanying financial statements of the Richard King Mellon Foundation (the "Foundation"), which comprise the statements of financial position as of December 31, 2018 and 2017, and the related statements of activities and changes in net assets and of cash flows for the years then ended.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Foundation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Richard King Mellon Foundation as of December 31, 2018 and 2017, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The supplementary summary of investments is presented for purposes of additional analysis and is not a required part of the financial statements. The information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements taken as a whole.

PricewaterhouseCoopers LLP

Pittsburgh, Pennsylvania
May 22, 2019

POLICY AND GRANT GUIDELINES

The following grantmaking objectives and grant program priorities were approved by the Trustees in April 2016 for the five-year period ending December 31, 2021.

MISSION

The Foundation seeks to improve the competitive position of the region; strengthen the vitality of southwestern Pennsylvania, particularly the City of Pittsburgh and its neighborhoods; and protect precious green and natural infrastructure, particularly in western Pennsylvania.

PROGRAM PRIORITIES

Southwestern Pennsylvania

Regional Economic Development

- Strengthen the capacity of arts organizations to attract visitors to the region and improve quality of life
- Improve housing, crime and safety, and economic opportunities in distressed communities
- Support development and improvement of regional infrastructure
- Cultivate and support the link between innovation and manufacturing
- Increase economic opportunities in rural communities
- Enhance Pittsburgh's national reputation as a destination city for creating, attracting, and retaining start-up companies and entrepreneurial talent

Education

- Improve capacity of educational and workforce programs via community-based organizations
- Improve infrastructure of higher education institutions and educational and workforce programs
- Improve institutional infrastructure and educational outcomes for children in the lowest-performing public schools

Human Services

- Invest in programs designed to achieve holistic and broadscale outcomes
- Capitalize on innovations by the Department of Human Services and others to serve at-risk children and foster youth, and improve early childcare quality
- Support efforts by hospitals, health centers, and public agencies to develop innovative means to reduce chronic diseases and obesity; explore interventions for community-wide epidemics; and support the community's efforts to reduce the growing violence problems
- Encourage and improve alignment of workforce training programs with market demand

Western Pennsylvania

Conservation

- Protect critical forested ecosystems and provide sustainable economic development for communities
- Leverage partnerships and data to conduct habitat restoration in 11 key western Pennsylvania landscapes
- Protect regional natural assets such as rivers, trails, and parks

The Foundation gives priority to projects and programs that have clearly defined output, outcomes and an evaluation component, and has a preference for partnering with donors on initiatives. The Foundation accepts applications throughout the year.

Please visit the Foundation's website at www.rkmf.org for information on how to apply. For questions, please contact the Foundation's office at:

INFORMATION AND GRANTS MANAGER
Richard King Mellon Foundation
BNY Mellon Center
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TELEPHONE 412 392 2800
FAX 412 392 2837

The Foundation does not consider requests on behalf of individuals or from outside the United States. The Foundation does not encourage requests from outside Pennsylvania.

PHOTOGRAPHY CREDITS

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- 1 Steve Orr, courtesy of The Conservation Fund
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- 8 Photo courtesy of Pennsylvania Treasury Department
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PRINTING

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The logo consists of a solid orange square with the text "Richard King Mellon Foundation" written in white, stacked vertically in a serif font.

Richard
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