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 twenty 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.
RICHARD KING MELLON FOUNDATION

2004 ANNUAL REPORT

ONE MELLON CENTER
500 GRANT STREET, SUITE 4106
PITTSBURGH, PA 15219-2502
(412) 392-2800 – PHONE
(412) 392-2837 – FAX
www.fdncenter.org/grantmaker/rkmellon

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Cover
A Native American warrior stands guard (center) and French and British forces face off in The War that Made America, a four-hour television series that will be broadcast nationwide on PBS in January 2006. The film tells the dramatic story of the French and Indian War. It was filmed largely in Pennsylvania's Laurel Highlands, where much of the fighting took place and where historic forts from the conflict are now open to the public.
During 2004 the Trustees of the Richard King Mellon Foundation approved new grants totaling $83,896,159, and the Foundation paid out $78,955,078 toward new and continuing projects. This level of grantmaking, higher than in the past two years, is possible because of increases in the Foundation’s assets, which at year-end totaled $1,742,479,366.

Conservation
After an extensive assessment of the Foundation’s priorities for the coming five years, the Trustees concluded in 2004 that Conservation should remain a strong focus. In previous years that focus has centered significantly on the American Land Conservation Program (ALCP), through which the Foundation has protected and preserved more than one million acres of our nation’s finest natural assets for public use. Now the Trustees intend to allocate a larger percentage of available funds to regional rather than national initiatives, primarily in Pennsylvania, the Foundation’s home. While we will continue to consider exceptional land preservation opportunities that may arise nationally, we will concentrate more on such urgent issues as watershed protection and restoration as well as land preservation regionally.

Watershed protection is crucial both close to home and for our nation. Not only is water essential to the survival of living species, but also it enhances a region’s quality of life as a tourist attraction and community builder. During 2004 the Trustees approved a number of gifts in support of watershed restoration and protection, including $800,000 to The Conservation Fund to help purchase and preserve a critical watershed in northeastern Pennsylvania, in partnership with Pennsylvania’s Department of Conservation and Natural Resources. A $500,000 gift to Trout Unlimited in 2004 will support important watershed restoration efforts on Pennsylvania’s western branch of the Susquehanna River, which drains into the Chesapeake Bay. The Bay watershed, in turn, encompasses parts of six states and is home to about sixteen million people.

The confluence of three great rivers gives Pittsburgh, Pennsylvania, one of the most historic and dramatic urban settings in the world. The city’s six and one-half miles of riverfront offer unmatched opportunities for recreation, tourism, and housing, and the development of this priceless waterfront must be planned carefully and thoughtfully. In 2004 the Foundation gave the Riverlife Task Force $120,000 to help chart landscape management guidelines.

Additional significant Conservation grants designed to promote regional tourism are $825,000 to the Rocky Mountain Elk Foundation to purchase a site for a future visitors’ center for elk viewing in north-central Pennsylvania and $500,000 to Friends of Tom Ridge to help create a year-round environmental and tourism center at Presque Isle in Erie, Pennsylvania.

Regional Economic Development
The Foundation’s 2004 grants for Regional Economic Development initiatives increased by almost 50 percent over 2003, with much of this giving representing opportunities to advance Pittsburgh’s reputation and market position. For instance, a $7,000,000 grant to Pittsburgh Life Sciences Greenhouse supplements earlier gifts to help establish southwestern Pennsylvania as a world leader in the life sciences industry. The War for Empire, Inc. received nearly $3,000,000 toward production costs for The War That Made America, a four-hour public television film commemorating western Pennsylvania’s role in the French and Indian War. Intended to promote the region and boost tourism, the film is to be broadcast on national television in January 2006.
The Foundation’s longstanding interest in seeding regional entrepreneurship and technology development is reflected in a $700,000 gift to the Idea Foundry, a nonprofit organization that helps transform entrepreneurial ideas into Pennsylvania-based start-ups. A gift of $600,000 to Pittsburgh Gateways Corporation will help test and commercialize new technologies for highway infrastructure. The Western Pennsylvania Hospital Foundation received $600,000 to help make minimally invasive orthopedic surgery available to more patients.

Beyond these and other economic development efforts, the Foundation supported opportunities to make our region more appealing to and help retain young and diverse professionals. From outdoor amenities to arts and culture, we will continue to explore and assist such efforts.

Education
Grants totaling more than $20,000,000 signaled the Foundation’s historic and continuing commitment to Education, broadly defined to include such institutions as libraries and a regional history center. Among academic institutions, Saint Vincent College received a gift of $5,000,000 to construct a business/conference center. The new center is intended to be part of Saint Vincent’s plan to serve as a regional resource for educational and cultural programming, economic and business development, public service, and tourism, as well as to help strengthen its competitive advantage. We also approved a $3,000,000 grant to Valley School of Ligonier, which will support a capital campaign and is payable as a match for support from other foundations, corporations, businesses, and individuals. The school provides an alternative to public school education and serves students from Westmoreland, Somerset, and Cambria counties.

Another significant gift is $3,000,000 to support the Carnegie Library of Pittsburgh’s revitalization plan for libraries throughout the city. The historic library is using innovative and modern approaches to create more welcoming and user-friendly environments. The Historical Society of Western Pennsylvania was awarded a $1,500,000 grant comprising both unrestricted and endowment support. As an educational institution, the History Center affords learning opportunities for groups of all ages, including classes for students that meet Pennsylvania Academic Standards, teacher in-service programs, and more. To help meet diverse needs in southwestern Pennsylvania, the Foundation also supported charter and other alternative schools aimed at broadening educational choices.

Families, Youth, and Child Development
Since 1947, when the Richard King Mellon Foundation began, the Trustees have sought to make an impact on the lives of children and youth. In 2004 more than half the gifts in our Families, Youth, and Child Development priority supported programs that offer positive life experiences or provide and promote high quality early childhood development. Among the more significant of these was $500,000 for Adelphoi Village, provided as a challenge grant to help attract funds from businesses and individuals. Located in Latrobe, Pennsylvania, the Adelphoi system provides a continuum of quality services for children and families. Another grant of $450,000 will help Valley Youth Network purchase and renovate a building for values-oriented teen programming. This programming has to date reached over a thousand area high school students with efforts to counter negative cultural trends.

The Trustees are firm proponents of investing in high quality early childhood development programs because we believe that the lasting returns to society will far exceed the initial costs.
Heritage Health Foundation and Hosanna House received a gift of $400,000 to establish endowments that will support and enhance the quality of their early childhood education programs. Both organizations were early participants in the Early Childhood Initiative (ECI), an Allegheny Countywide program designed to provide high quality early care and education to at-risk children from birth to five years. While the Foundation does not typically provide endowment support, the Trustees' approval of these grants reflects our commitment to early childhood development and will help to ensure that these organizations sustain the progress they made as part of ECI. The United Way of Westmoreland County has also demonstrated strong leadership in developing a system of effective and high quality early childhood programs. A $300,000 grant will support their School Readiness Initiative, which seeks to improve the quality of young children's early experiences.

System Reform
Five years ago the Foundation launched its System Reform priority with the hope of achieving broader social returns on our investments. Although System Reform has not spurred as much activity as the Trustees had anticipated, it has nevertheless considerably expanded our reach. For instance, in an effort to enhance programs for youth more broadly, the Foundation provided $250,000 to support the Youth Standards Project. Operating under the umbrella of the Tides Center, this program is designed to promote and instill standards and consistency within youth-serving organizations and is expected to result in both a stronger system and better long-term outcomes. In addition, a $400,000 grant to Robert Morris University provides two years of support for the Bayer Center for Nonprofit Management. The center, by providing technical and management assistance as well as development support, helps strengthen the ability of nonprofits to meet their missions. The Foundation will continue to seek similar opportunities to widen the benefits of philanthropic giving.

Transitions
In conclusion, 2004 was a year of historic significance for the Foundation's future as we completed planning for the inclusion of the next generation of the Mellon family in its philanthropic leadership. It is with great pleasure that we welcome as Trustees Alison M. Byers, W. Russell G. Byers, Jr., Catharine Mellon Cathey, Constance Elizabeth Mellon Kapp, Armour N. Mellon, and Richard A. Mellon. The grandchildren of Richard King Mellon and Constance Prosser Mellon, they represent the third generation to be involved in the Foundation's governance. They officially assume their responsibilities on July 1, 2005. We also are pleased to announce an additional leadership transition with the election of Scott D. Izzo as Director, also effective July 1, 2005. Michael Watson, who has served so superbly as Director since 1993, will move to the position of Senior Vice President and will remain a Trustee.

While these are momentous changes for the Foundation, they by no means represent any change in its mission. Strengthened now by a new generation, we will continue our efforts to improve the quality of life for individuals and families in southwestern Pennsylvania and beyond. This has been the goal of the Richard King Mellon Foundation from the time of its founding in 1947, and, fifty-eight years later, the Trustees feel privileged and proud to carry the work forward in the twenty-first century.

Seward Prosser Mellon
President
### 2004 Appropriations

**By Category**

<table>
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<tr>
<th>Category</th>
<th>Amount</th>
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<tr>
<td>Conservation</td>
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<td>Education</td>
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<td>Families, Youth &amp; Child Development, and Other Human Services Programs</td>
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<td>Regional Economic Development</td>
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<td>System Reform</td>
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<td><strong>Total</strong></td>
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**By Area**

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<td>Other</td>
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### 1947-2004 Net Investment Income

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<th>Amount</th>
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<td>2004</td>
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### 1947-2004 Grants Paid and Program-Related Investments

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<td>2004</td>
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<td><strong>Total</strong></td>
<td><strong>$1,290,585,221</strong></td>
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</table>

The following sections provide brief reports on the Richard King Mellon Foundation's grant activities in 2004, as well as descriptions of the organizations the Foundation has assisted.
**American Farmland Trust**  
*Washington, District of Columbia*  
American Farmland Trust works to stop the loss of productive farmland and to promote farming practices that lead to a healthy environment.  
**$450,000** toward efforts to preserve Pennsylvania’s agricultural and natural resources through improved national farm policy.

**Archaeological Conservancy**  
*Albuquerque, New Mexico*  
The Archaeological Conservancy was organized to acquire and permanently preserve endangered archaeological sites found on private land. It establishes archaeological preserves throughout the United States.  
**$18,000** to help purchase the Dividing Ridge property in Westmoreland County.

**Carnegie Institute**  
*Pittsburgh, Pennsylvania*  
Founded in 1956, Powdermill Nature Reserve is a biological research and education field station of the Carnegie Museum of Natural History.  
**$100,000** as a matching grant to renovate facilities at Powdermill Nature Reserve.

**Community Foundation of Greater Johnstown**  
*Johnstown, Pennsylvania*  
The Community Foundation of Greater Johnstown will receive and distribute funds targeted for deer management research.  
**$101,000** to support an ecosystem-based deer management and education program.

**The Conservation Fund**  
*Arlington, Virginia*  
The Conservation Fund works with private and public partners to protect land and water resources, demonstrating that ecologically sound land use and economic return can be compatible.  
**$900,000** to purchase property that will be used to create a memorial to the victims of Flight 93 in Somerset County, Pennsylvania.  
**$800,000** to help purchase and preserve critical watershed in northeastern Pennsylvania.

**Green Building Alliance**  
*Pittsburgh, Pennsylvania*  
The alliance facilitates cost-effective and integrated use of environmentally responsible and technologically appropriate site and building design, construction, and operation practices to create more livable places for all persons now and in the future.  
**$500,000** payable equally over two years toward operating support.

**Izaak Walton League of America**  
*Gaithersburg, Maryland*  
Founded in 1922, the league is a national conservation organization addressing a broad range of issues promoting the conservation, maintenance, protection, and restoration of our nation’s wildlife and natural resources.  
**$50,000** to help refurbish the facilities of the Woodmont Gun & Rod Club.

**Loyalhanna Watershed Association**  
*Ligonier, Pennsylvania*  
The association’s mission is to conserve, protect, preserve, and restore the water, land, and other resources of the Loyalhanna Creek Watershed in order to perpetuate and enhance the region’s quality of life.  
**$40,000** toward operating support.
Regional Trail Corporation
West Newton, Pennsylvania

The Allegheny Trail Alliance, operating through the Regional Trail Alliance, is a coalition of seven trail-building organizations working to assure the construction, maintenance, and use of the Great Allegheny Passage, a 150-mile trail linking Cumberland, Maryland, to Pittsburgh, Pennsylvania.

$125,000 toward two years of operating support for the Allegheny Trail Alliance.

Ruffed Grouse Society
Coraopolis, Pennsylvania

The Ruffed Grouse Society's role in conservation of wildlife habitat is to enhance the environment for ruffed grouse, American woodcock, and other forest wildlife that require or utilize thick, young forests.

$800,000 toward debt retirement.

$70,000 toward the purchase of a timber-shearing machine to enable the effective management of non-commercial forest areas.

Riverlife Task Force
Pittsburgh, Pennsylvania

The Riverlife Task Force advocates thoughtful riverfront development and is committed to working in partnership with public and private entities to achieve this goal.

$120,000 to help develop landscape management guidelines for the City of Pittsburgh's waterfront.

Scenic America
Washington, District of Columbia

Scenic America's mission is to preserve and enhance the scenic character of our communities and countryside, which the organization strives to accomplish by building a citizen movement for scenic conservation.

$150,000 toward three-year support for capacity-building strategies.

The Pennsylvania State University
University Park, Pennsylvania

The university's instructional mission includes undergraduate, graduate, and continuing and distance education, and, as a land-grant university, it also holds a unique responsibility for outreach and public service to support the citizens of Pennsylvania.

$150,000 to outfit a water resources lab in the new School of Forest Resources.

Rocky Mountain Elk Foundation
Weedville, Pennsylvania

The mission of the Rocky Mountain Elk Foundation is to ensure the future of elk, other wildlife, and their habitat.

$825,000 toward the purchase and preservation of land to establish a visitors' center for elk viewing in north-central Pennsylvania.

Trout Unlimited
Arlington, Virginia

The mission of Trout Unlimited is to conserve, protect, and restore North America's trout and salmon and their watershed.

$500,000 payable over two years to support river restoration efforts.

10,000 Friends of Pennsylvania
Philadelphia, Pennsylvania

This statewide alliance of organizations and individuals is committed to land use policies and actions that will enable Pennsylvania to strengthen its diverse urban, suburban, and rural communities. It seeks to reduce sprawl while supporting sustainable development.

$200,000 payable over two years to promote sound land use planning for economic competitiveness in southwestern Pennsylvania.

West Virginia University
Morgantown, West Virginia

The university provides oversight for the Appalachian Grouse Study, involving Pennsylvania and several states, a program that the Foundation has supported for several years.

$110,000 to support the Appalachian Cooperative Grouse Research Project, including the publication of results.
Western Pennsylvania Conservancy
Pittsburgh, Pennsylvania

The conservancy is dedicated to saving the places people care about by conserving water, land, and life through the permanent protection of the region’s places of exceptional ecological, recreational, and scenic value.

$245,000 to help purchase and conserve property abutting South Park, a regional park in southern Allegheny County.

$150,000 to continue riparian restoration projects.

Beringia South
Kelly, Wyoming

Beringia South is a research and education organization that increases public awareness of environmental issues and builds public and political consensus for a change in how humans relate to and use the planet’s resources.

$25,000 toward research support for the Teton-Yellowstone Carnivore Landscape initiative.

The Conservation Fund
Arlington, Virginia

The Conservation Fund works with private and public partners to protect land and water resources, demonstrating that ecologically sound land use and economic return can be compatible.

$1,900,000 to help purchase and conserve property adjoining the C.M. Russell National Wildlife Refuge in Montana.

$900,000 payable equally over three years toward operating support.

Izaak Walton League of America
Gaithersburg, Maryland

The Izaak Walton League is a national conservation organization addressing a broad range of issues promoting the conservation, maintenance, protection, and restoration of our nation’s wildlife and natural resources.

$125,000 payable over two years toward operating support.

Wildlife Conservation Society
Bronx, New York

The society is dedicated to saving wildlife and inspiring people to care about our natural heritage.

$125,000 toward three-year support of the Greater Yellowstone Ecosystem research project, which focuses on large carnivores and their habitats.

<table>
<thead>
<tr>
<th>Conservation Programs</th>
<th>Amount</th>
</tr>
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<tbody>
<tr>
<td>American Land Conservation Program</td>
<td>$13,612,234</td>
</tr>
<tr>
<td>Regional Conservation</td>
<td>6,904,000</td>
</tr>
<tr>
<td>Other Conservation</td>
<td>3,075,000</td>
</tr>
<tr>
<td><strong>Total Conservation</strong></td>
<td><strong>$23,591,234</strong></td>
</tr>
</tbody>
</table>
Allegheny College  
*Meadville, Pennsylvania*  
Allegheny College’s undergraduate residential education prepares young adults for successful, meaningful lives by promoting students’ intellectual, moral, and social development and encouraging personal and civic responsibility.  
**$780,000** toward three years of support for library renovations and programming, and for support of Creek Connections programming.

APEX Consortium, Inc.  
*Pittsburgh, Pennsylvania*  
Apex provides professional development programs for secondary educators toward developing a school culture that encourages and sustains improvement within their schools.  
**$120,000** toward three years of operating support.

**A+ Schools: Pittsburgh’s Community Alliance for Public Education**  
*Pittsburgh, Pennsylvania*  
A+ Schools is a community advocate for improving student achievement in the Pittsburgh Public Schools. A+ Schools supports initiatives in the areas of high academic standards, quality teaching, leadership accountability, financial responsibility, and community involvement.  
**$350,000** to support a program to identify and strengthen after-school programs.

Breachmenders  
*Pittsburgh, Pennsylvania*  
Breachmenders Ministries is a faith-based community organization dedicated to providing decent, affordable housing for low-income families, youth activities, employment training, and community development.  
**$130,000** to support the year-round School-to-Career Program for youth.

Carnegie Library of Pittsburgh  
*Pittsburgh, Pennsylvania*  
The Carnegie Library is an essential community anchor, which will strive to be a preferred destination for knowledge, entertainment, and social interaction.  
**$3,000,000** payable over three years toward a capital campaign for system-wide revitalization of libraries throughout Pittsburgh.

Community College of Allegheny County Education Foundation  
*Sewickley, Pennsylvania*  
The mission of the Community College of Allegheny County is to make quality education affordable and accessible to the community, provide leadership in workforce training, and support the economic development of the region.  
**$500,000** to expand and enhance health careers programming.

The DePaul Institute  
*Pittsburgh, Pennsylvania*  
The institute is a 95-year-old magnet school committed to the auditory/oral education, spiritual and emotional growth, and personal development of people of all ages, especially children with hearing, speech/language impairments, in a nondiscriminatory manner, reflecting the values and traditions of the founding Catholic Diocese of Pittsburgh and the Sisters of Charity of Seton Hill.  
**$250,000** toward a capital campaign to renovate the preschool.

Duquesne University of the Holy Ghost  
*Pittsburgh, Pennsylvania*  
Duquesne University is committed to excellence in liberal and professional education, maintains a profound concern for moral and spiritual values, and provides services to the church and local community.  
**$140,000** to support a regional internship collaborative enterprise centered around the financial services industry.

EDSYS, Inc.  
*Pittsburgh, Pennsylvania*  
Education Delivery Systems (EDSYS) was formed in 2000 to launch the new City Charter High School. The school’s mission is to graduate young adults who are prepared academically, technically, personally, and socially to participate and succeed in post-secondary education and/or employment in technology-related fields.  
**$250,000** to support the high school’s third year of operation.
The Extra Mile Education Foundation  
Pittsburgh, Pennsylvania

The Extra Mile Education Foundation was formed in 1990 in response to a critical need to support the education of inner-city children at three atypical parochial, elementary schools.

$50,000 payable as a match for funds from new individual donors.

Falmouth Academy  
Falmouth, Massachusetts

Falmouth Academy is a college preparatory day school for boys and girls in grades seven through twelve.

$1,000,000 toward a capital campaign for a new library and adjoining classrooms.

Flint River Center Partners, Inc.  
Albany, Georgia

The Flint River Center Partners will construct and operate the Flint Riverquarium, which will host interactive and entertaining exhibits, aquariums, and terrariums that will inform visitors about the importance of water, conservation, and environmental issues for the southeastern United States.

$300,000 toward construction of the Adventure Center at the Flint Riverquarium.

Fund for the Advancement of Minorities through Education  
Pittsburgh, Pennsylvania

FAME provides need-based financial assistance to African-American students to attend participating independent schools in Greater Pittsburgh. It also provides programs and support to its scholars in areas of leadership development, academic development, community service, mentoring, and internships.

$100,000 to increase the endowment for minority scholarships.

Greensburg Central Catholic High School  
Greensburg, Pennsylvania

This Diocesan coeducational high school is a community of faith that provides a quality, holistic education to students from throughout Westmoreland County.

$250,000 toward a capital campaign for building renovations, program enhancements, and faculty development.

The Historical Society of Western Pennsylvania  
Pittsburgh, Pennsylvania

The Historical Society of Western Pennsylvania is an educational institution dedicated to preserving and presenting regional history.

$1,500,000 toward unrestricted and endowment support.

Indian Creek Valley Christian Family & Children's Center  
Champion, Pennsylvania

Established in 1981, the center is committed to providing biblically based programs that support families and children.

$250,000 payable over two years toward an endowment for scholarships and sustainability.

Ligonier Valley Library Association  
Ligonier, Pennsylvania

Ligonier Valley Library serves a population of 16,650 people within the Ligonier Valley School District.

$1,100,000 payable toward endowment and operating support.

National Geographic Society  
Washington, District of Columbia

The National Geographic Society was founded with a clear mission “to increase and diffuse geographic knowledge.” Throughout its 116-year history, the society has been at the forefront of the world's major scientific explorations and expeditions.

$250,000 toward a fund to enhance geography education in Pennsylvania.

Negro Educational Emergency Drive  
Pittsburgh, Pennsylvania

NEED provides higher education counseling and financial assistance to talented young people in the Pittsburgh area who are attending college, business, trade, or technical schools.

$200,000 toward scholarship support for African-American students.
Northside Urban Pathways, a Public Charter School  
Pittsburgh, Pennsylvania

The mission of the school is to help every child find a pathway that leads toward a successful adult life in the city environment and beyond.

$30,000 toward general support.

Pennsylvania Institute for Conservation Education  
Bloomsburg, Pennsylvania

The institute is dedicated to advancing awareness, knowledge, and skills in natural history and conservation of natural resources by building an ecologically literate and engaged public.

$20,000 to provide start-up support for a program designed to enhance environmental education for secondary school students.

Saint Vincent College  
Latrobe, Pennsylvania

Saint Vincent College provides quality undergraduate education for men and women to enable them to integrate their professional aims with the broader purpose of human life.

$5,000,000 toward construction of a business/conference center.

Sewickley Academy  
Sewickley, Pennsylvania

Sewickley Academy is committed to providing outstanding preschool, elementary, and college preparatory education to qualified students. The academy distinguishes itself through the excellence of its instruction and by providing a challenging but supportive environment to maximize the potential of each child.

$50,000 to support the Summerbridge Pittsburgh program.

Trustees of the University of Pennsylvania School of Veterinary Medicine  
Philadelphia, Pennsylvania

The School of Veterinary Medicine at the University of Pennsylvania is the only veterinary school in the state. In addition to educating veterinarians, it is heavily involved in research and clinical services through its large and small animal hospitals.

$350,000 to develop a new radiation therapy and imaging facility.

University of Pittsburgh School of Medicine  
Pittsburgh, Pennsylvania

Each year since 1914, the Mellon Lecture Program has enabled the School of Medicine to invite eminent investigators and clinicians in the medical sciences to share their knowledge with their peers in Pittsburgh.

$10,000 to support the 2004 Mellon Lecture Program.

University of Pittsburgh School of Medicine  
Pittsburgh, Pennsylvania

Recognizing that the high cost of obtaining a medical degree can be particularly difficult for African-American students, the School of Medicine seeks to raise scholarship funds.

$38,000 toward scholarship support for African-American students from southwestern Pennsylvania.

Valley School of Ligonier  
Ligonier, Pennsylvania

Founded in 1947, Valley School of Ligonier enrolls students in grades kindergarten through nine. It is an independent school that provides an alternative to public school education for families within a thirty-mile radius.

$3,000,000 payable as a challenge grant toward a capital campaign.

Waldorf School of Pittsburgh  
Pittsburgh, Pennsylvania

The Waldorf School is founded on the concept of educating the whole child, which includes traditional academics as well as the personal growth that comes from experiential learning. It also seeks to engage families in education to create learning partnerships.

$60,000 toward bridge funding while the school adjusts to relocation and expansion.
The Watson Institute  
Sewickley, Pennsylvania  
The Watson Institute helps children with special needs achieve their fullest potential in all aspects of their lives by providing special education and other programs that meet the physical, emotional, cognitive, and social needs of the whole child.  
$50,000 to incorporate distance learning capabilities in the institute’s Sharpsburg facility.

Western Pennsylvania School for the Deaf  
Pittsburgh, Pennsylvania  
The school’s primary mission is to provide the highest quality educational programs for school-age deaf and hard-of-hearing children from Pennsylvania.  
$250,000 to relocate the Children’s Center to the school’s main campus.

Westminster College  
New Wilmington, Pennsylvania  
The mission of Westminster College is to help men and women develop competencies, commitments, and characteristics which have distinguished human beings at their best.  
$300,000 toward renovations of Old Main, the primary academic and administrative building.

Winchester-Thurston School  
Pittsburgh, Pennsylvania  
Winchester-Thurston is a coeducational school that serves students from kindergarten readiness through the twelfth grade with a college preparatory program that is responsive to development and gender-related differences as well as diverse learning styles. Students are encouraged to develop independent thinking, a lifelong love of learning, the ability to make responsible choices, and a commitment to serving the greater community.  
$750,000 toward a capital campaign for expansion.

Total Education  
$20,428,000
Families, Youth, Child Development, and Other Human Services Programs

Adelphoi USA Inc.
Latrobe, Pennsylvania

Adelphoi USA is a system of nonprofit agencies dedicated to providing a continuum of quality services to children and families.

$500,000 as a challenge grant toward a capital campaign to build capacity.

Allegheny County Center for Victims of Violent Crime
Pittsburgh, Pennsylvania

The center defines its mission as “helping individuals, families and communities survive the trauma of violence and crime by offering victim advocacy services, crisis intervention, counseling and community education programs that address the causes and impacts of violence.”

$150,000 to help implement a public awareness campaign.

Allegheny County Department of Human Services
Pittsburgh, Pennsylvania

The department’s mission is to create an accessible, culturally competent, integrated, and comprehensive human service system that ensures individually tailored, seamless, and holistic services to Allegheny County residents, in particular the county’s vulnerable population.

$400,000 toward two years of support to implement a violence prevention strategy for Allegheny County.

Bloomfield-Garfield Corporation
Pittsburgh, Pennsylvania

Bloomfield-Garfield Corporation is a community development organization committed to improving the quality of life in the Bloomfield, Garfield, and Friendship neighborhoods of the City of Pittsburgh by enhancing the area’s economic, social, and environmental conditions.

$50,000 to support Wireless Neighborhoods, a cooperative effort to provide advanced network services to traditionally underserved communities.

Brother’s Brother Foundation
Pittsburgh, Pennsylvania

The organization’s mission is to promote international health and education through the efficient and effective distribution and provision of donated medical, educational, agricultural, and other resources.

$20,000 to expand the warehouse medical room and add refrigeration.

Center for Creative Play
Pittsburgh, Pennsylvania

Founded in 1995, the Center for Creative Play was the first and continues to be the nation’s only parent-supervised, indoor, and inclusive play space for children of all abilities.

$200,000 toward Phase II of a capital campaign to complete building renovations.

Allegheny County Court Appointed Special Advocate Program
Pittsburgh, Pennsylvania

The CASA program believes that every child has a right to a loving, safe, and permanent home, and a voice in the court system. Toward this belief, it trains volunteer advocates whose sole responsibility is to be a child’s voice in court.

$150,000 toward three years of support to help build the individual donor base.

Boys and Girls Clubs of Western Pennsylvania
Pittsburgh, Pennsylvania

The organization is dedicated to enhancing the quality of life for youth, with particular emphasis on members who live in urban communities of highly diverse cultures. Its goal is to provide every child with the essential tools needed for a successful and bright future.

$175,000 to expand and enhance summer activities for youth throughout the City of Pittsburgh.

Child Development Centers
Franklin, Pennsylvania

Incorporated in 1969, Child Development Centers is a private, nonprofit agency that provides licensed, high quality early childhood education for working families in Clarion and Venango Counties. The agency operates five centers with a total enrollment of approximately 500 children.

$125,000 to create a state-of-the-art child development center.
Coal Country Hangout  
**Northern Cambria, Pennsylvania**

Coal Country Hangout is a youth center in northern Cambria County, where economic conditions have deteriorated with the collapse of the mining industry.

$6,000 to help complete renovations on the youth center’s new gymnasium.

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Community Human Services Corporation  
**Pittsburgh, Pennsylvania**

Community Human Services Corporation provides community-centered services to targeted, vulnerable populations by empowering those communities to identify not only their needs, but also their strengths and competencies, and to involve these communities in the ongoing creation and delivery of these systems.

$80,000 to provide permanent housing and supportive services for up to twenty homeless families, payable as a match for federal funds.

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**Contact Pittsburgh**  
**Pittsburgh, Pennsylvania**

CONTACT Pittsburgh exists to offer immediate emotional support by trained telephone volunteers to help people of all ages who may be suicidal, in emotional distress, and/or in need of reassurance.

$25,000 to support the Student and Young Adult Line (SAYAL).

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Cook Township  
**Stahlstown, Pennsylvania**

The Cook Township Recreation Board was formed to oversee the development of a township community center, which would include a football field, baseball field, tennis courts, walking path, playground, and picnic area.

$90,000 to develop a playground and camping area at the Cook Township Community Center.

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Family Pathways  
**Butler, Pennsylvania**

The mission of Family Pathways, established in 1998, is to promote wellness by restoring, sustaining, and enhancing family relationships. Its programs include individual, group, and family therapy; kinship care; therapeutic foster care; and permanency services for children with special needs.

$200,000 toward a capital campaign for renovations of Monarch Place.

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Forbes Regional Hospital  
**Monroeville, Pennsylvania**

The mission of Forbes Hospice, a division of Forbes Regional Hospital, is to preserve dignity in the last stages of life through the provision of state-of-the-art hospice care.

$200,000 toward a capital campaign for a new hospice building.

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Girl Scout Council of Westmoreland  
**Greensburg, Pennsylvania**

In the late 1990s, four Girl Scout councils formed an alliance to address ways to effectively deliver programs to all scouts in western Pennsylvania and to make operations in each council more cost effective.

$115,000 to improve technological compatibility of the Regional Alliance, a partnership of four Girl Scout councils.

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Golden Triangle Radio Information d/b/a Radio Information Service  
**Pittsburgh, Pennsylvania**

Radio Information Service seeks to further the independence of people in western Pennsylvania who are blind, visually impaired, or unable to read or hold print material, by providing current information from print media and other sources not readily available to them.

$75,000 toward organizational restructuring and transitional operating support.

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Greater Pittsburgh Community Food Bank  
**Duquesne, Pennsylvania**

The agency’s mission is to eliminate hunger and encourage self-reliance. Its ultimate vision is to build a community that makes food accessible to all people while promoting dignity, wellness, and improvement in the quality of life.

$96,000 toward two years of support to enhance fund-raising capacity.
Heritage Health Foundation, Inc.
Braddock, Pennsylvania

The mission of Heritage Health Foundation is to meet the health, human services, and economic needs of individuals and communities in the Monongahela and Turtle Creek Valleys by increasing the organized ability of people to care for each other.

$400,000 toward an endowment fund to sustain quality program enhancements in the 4 Kids Early Learning Center.

Hosanna Industries
Rochester, Pennsylvania

Established in 1990 by the leadership and members of First Presbyterian Church of Bakersstown, the mission of Hosanna Industries is to improve the living conditions of lower income families through new home construction, repair, and rehabilitation.

$500,000 toward flood-related recovery of at least 500 impoverished households in southwestern Pennsylvania.

Hill House Association
Pittsburgh, Pennsylvania

The Hill House Association is a multifaceted social service agency that provides a range of ongoing programs in the Hill District and neighborhoods throughout the region. The association strives to offer quality, all-inclusive, yet personalized services while meeting the broad and changing needs of the community.

$250,000 toward Project Safe Summer 2004 to provide programs and services for several hundred youth during the summer.

Hosanna House Inc.
Wilkinsburg, Pennsylvania

Hosanna House is a community center where people work together to provide opportunities that will empower families and individuals to discover, acknowledge, and develop their maximum potential.

$400,000 toward an endowment fund to sustain quality program enhancements in the Child Development Center.

Ligonier Valley Little League
Ligonier, Pennsylvania

The league's mission is to provide a safe and enjoyable place for boys and girls, ages seven to sixteen, within the Ligonier Valley School District, to learn the basic skills necessary to play baseball.

$85,000 to develop four additional playing fields in Darlington.

North Hills Community Outreach
Allison Park, Pennsylvania

North Hills Community Outreach is an interfaith, grassroots organization that mobilizes volunteers to address the spiritual, emotional, physical, and material needs of people in crisis within the local community in a manner designed to preserve the dignity of individuals and families.

$200,000 toward flood-relief efforts in northern Allegheny County.

Operation Warm
Chadds Ford, Pennsylvania

Operation Warm enhances the self-esteem of disadvantaged children by providing them with resources that promote a positive self-image.

$5,000 to help provide winter coats for 5,000 disadvantaged children.

Ligonier Valley Young Men's Christian Association
Ligonier, Pennsylvania

The YMCA's mission is to provide opportunities to all members of the community by putting Christian values and principles into practice through facilities, programs, and activities that build healthy spirit, mind, and body.

$75,000 toward operating expenses and strategic planning.

Pennsylvanians for Responsible Use of Animals
Mechanicsburg, Pennsylvania

The organization operates Hunters Sharing the Harvest, a venison donation program that channels donated venison to local food banks and soup kitchens.

$7,500 to support Hunters Sharing the Harvest program.
The Pittsburgh Harlequins Rugby Football Association
Pittsburgh, Pennsylvania
The Pittsburgh Harlequins brings together a number of area communities and youth organizations in Braddock, Homewood, Brushton, and the Hill District to participate in rugby and to serve youth in these communities.
$75,000 to help repair flood-damaged playing fields.

Primary Care Health Services
Pittsburgh, Pennsylvania
Primary Care Health Services addresses the health and social services needs of residents of Allegheny County, primarily through the development and operation of community health centers.
$300,000 toward transitional costs to help assume oversight of the East End Community Health Center.

Seton Hill Child Services
Greensburg, Pennsylvania
Seton Hill Child Services is the oldest child-care provider in Westmoreland County and is unique in that it provides programs and care for children from as early as six weeks to twelve years of age.
$50,000 to match Head Start funds for building improvements.

Tides Center/
Western Pennsylvania
Pittsburgh, Pennsylvania
Tides Center offers unique opportunities for emerging and existing charitable activities by providing a solid infrastructure for groups working to promote progressive social change. It provides fiscal sponsorship along with financial services, human resources, and administrative support to innovative projects in western Pennsylvania, Ohio, and West Virginia.
$250,000 to support YouthPlaces, providing at-risk youth with safe places to play and learn life skills.

The United Way of Allegheny County
Pittsburgh, Pennsylvania
United Way’s mission is to serve as a catalyst to improve the quality of life by mobilizing citizens to contribute the human and financial resources to nurture children and youth, strengthen families, support older people, promote health and wellness, and increase self-sufficiency.
$500,000 to support the annual campaign.

United Way of Westmoreland County
Greensburg, Pennsylvania
The United Way of Westmoreland County improves people's lives by mobilizing the caring power of communities. The service area extends throughout most of Westmoreland County, the Kiski area of Armstrong County, and the Connellsville area of Fayette County.
$300,000 toward two years of support for the School Readiness Initiative, a project of the United Way of Westmoreland County designed to champion quality learning and care in all environments for children from birth to age six and to establish a foundation for ongoing school achievement.
$109,000 toward flood relief efforts in Westmoreland County.

University of Pittsburgh Office of Child Development
Pittsburgh, Pennsylvania
The Office of Child Development serves as an informational resource and management facility that contributes to the welfare of children, youth, families, and communities in Greater Pittsburgh and the Commonwealth of Pennsylvania as well as nationally and internationally.
$350,000 payable over three years toward core operating support.
Urban Impact Foundation
Pittsburgh, Pennsylvania

The mission of Urban Impact Foundation is to foster Christian community development on Pittsburgh’s North Side by bringing help, hope, and healing to the community. It provides a variety of programs for youth as well as for economically challenged families.

$50,000 to support after-school and summer camp programs for young people on Pittsburgh’s North Side.

Valley Youth Network
Ligonier, Pennsylvania

The network is a collaborative effort of concerned individuals, organizations, and churches seeking to provide quality programs and experiences for high school youth. It emphasizes their social, emotional, educational, and spiritual development.

$450,000 toward a capital campaign to purchase and maintain a building.

Young Life Beaver County
Ambridge, Pennsylvania

Young Life seeks out youth and provides them with experiences that are fun, adventurous, and life-changing while helping them to develop the skills, assets, and attitudes to reach their full, God-given potential.

$20,000 to help expand programs serving high school youth.

The Young Life Campaign
Pittsburgh, Pennsylvania

Young Life is a community of Christ-centered people from a diversity of church traditions with a purpose of reaching adolescents between the ages of twelve and twenty with the hopeful message of Jesus Christ. In pursuing this purpose, it focuses on the disinterested and unchurched adolescents of the community.

$50,000 toward two years of operating and program support for youth programs.

Westmoreland County Extension Association
Greensburg, Pennsylvania

The 4-H Youth Development Program is a volunteer-driven, educational organization designed to develop youth into caring, capable, contributing adults through life skill experiences.

$10,000 to help renovate the Chestnut Ridge Community Center for use by the Chestnut Ridge 4-H Clubs.

YouthWorks
Pittsburgh, Pennsylvania

YouthWorks is a communitywide, multi-institutional effort that provides preemployment training and job opportunities for youth ages fourteen to twenty-five.

$250,000 toward operating support for a year-round youth employment and training program.

Total Families, Youth, Child Development, and Other Human Services Programs $7,343,500
Scenes from *The War that Made America*, left to right: a Native warrior; Combat Choreographer Brad Graham prepares British soldiers; filming an ordnance explosion; the elite British Grenadiers.

From left to right: Historical Consultant Scott Stephenson confers with Native American warriors; preparing a scene for the Battle of Fort William Henry.
Aliquippa Alliance for Unity & Development
Aliquippa, Pennsylvania

AAUD exists to ensure the delivery of human services, workforce development, and supplementary public school opportunities to Aliquippa and surrounding areas.

$300,000 to support Phase III of the Workforce Development Program.

Allegheny Cemetery Historical Association
Pittsburgh, Pennsylvania

The purpose of the association is to restore and assure the preservation of the historically significant buildings and areas of Allegheny Cemetery.

$500,000 toward cleanup efforts following a recent microburst.

Allegheny Conference on Community Development
Pittsburgh, Pennsylvania

The conference is a private, nonprofit organization with the unique ability to convene corporate, government, and community leaders to frame, discuss, and implement civic initiatives in southwestern Pennsylvania.

$735,000 to support general operations and an organizational evaluation.

$710,000 to support 3 Rivers: One Future. Payable $90,000 for operations; $200,000 toward the French & Indian War project; $120,000 toward the Oakland revitalization initiative.

Allegheny Council to Improve Our Neighborhoods (ACTION-Housing)
Pittsburgh, Pennsylvania

ACTION-Housing empowers people to build more secure and self-sufficient lives through the provision of decent, affordable housing, essential supportive services, asset building programs, and educational and employment opportunities.

$1,000,000 to support the Housing Development Fund, meeting the housing needs of the most vulnerable populations.

Bloomfield-Garfield Corporation
Pittsburgh, Pennsylvania

Attack Theatre's mission is to create dance-based theatrical experiences in traditional and site-specific settings. Through performances, educational programs, and large-scale events, Attack Theatre seeks to create work that entertains, informs, and inspires.

$50,000 to help Attack Theatre develop and implement a strategic plan.

Carnegie Mellon University
Pittsburgh, Pennsylvania

Carnegie Mellon University is a private educational and research institution that builds on its tradition of innovation and transcends disciplinary boundaries to meet the changing needs of society.

$250,000 to support the Red Team, a CMU-led alliance committed to winning the Grand Challenge, the first driverless race to autonomously cross 200 miles of unrehearsed desert in ten hours and designed to spur the role of robotics in the world.

$8,000 to develop a business plan to create the Greater Pittsburgh Service Learning Institute.

Chatham Baroque
Pittsburgh, Pennsylvania

Chatham Baroque promotes the music of the 17th and 18th centuries through performances on instruments of the period. In addition to performing a subscription concert series and as a guest performance group, Chatham Baroque offers, tours, records, and provides a variety of interactive programs for children.

$10,000 toward transitional support during a strategic planning process.

Carnegie Institute
Pittsburgh, Pennsylvania

The Carnegie Institute is a collection of four distinctive museums: Carnegie Museum of Art, Carnegie Museum of Natural History, Carnegie Science Center, and The Andy Warhol Museum. Annually, the museum reaches broad national and international audiences through exhibitions, educational programs, outreach activities, and special events.

$3,000,000 toward a capital campaign for the Natural History Museum, featuring Dinosaur Hall.
**Community Design Center of Pittsburgh**  
*Pittsburgh, Pennsylvania*  
The Community Design Center works to improve the quality of life in the Pittsburgh region by encouraging good design of the built environment. It supports these efforts by providing technical assistance, small grants, and education; encouraging public awareness; and influencing the involvement of public agencies, nonprofit agencies, and design professionals in community development.  
**$180,000** toward two years of operating support.

**The Downtown Management Organization**  
*Pittsburgh, Pennsylvania*  
The mission of the Downtown Management Organization is to foster a clean, safe, accessible, and vibrant downtown through a wide range of strategies. Its mission is achieved through partnerships with businesses, property owners, and other organizations, and through advocacy for action that will strengthen downtown and enhance its beauty and vitality.  
**$100,000** toward operating support and a downtown predevelopment study.

**The Community Foundation of Westmoreland County**  
*Greensburg, Pennsylvania*  
The foundation was formed to enrich the quality of life for all residents of Westmoreland County by helping donors with varied interests to maximize the benefits of their philanthropic giving.  
**$300,000** to support the endowment component of a capital campaign to increase the foundation’s community outreach.

**Fay-Penn Economic Development Council**  
*Uniontown, Pennsylvania*  
The Fay-Penn Economic Development Council was formed to assist in the economic revitalization efforts of Fayette County, primarily to maintain and increase employment opportunities through a united effort supported by public and private resources.  
**$250,000** toward the development of a regional tourism television channel.

**Conemaugh Valley Conservancy**  
*Johnstown, Pennsylvania*  
The Conemaugh Valley Conservancy was created to develop community environmental awareness programs and projects in the Kiski-Conemaugh River Basin.  
**$225,000** payable over three years toward operating support for the Stonycreek-Quemahoning Initiative, an effort to revitalize a watershed with the potential to promote recreation and tourism.

**Greater Pittsburgh Convention & Visitors Bureau Education Foundation, Inc.**  
*Pittsburgh, Pennsylvania*  
The bureau’s Tourism and Cultural Heritage Department markets southwestern Pennsylvania and its cultural and heritage attractions and events to the individual consumer, as well as to group tour industries.  
**$340,000** toward operating support for tourism and cultural heritage initiatives.

**Gristmill Productions**  
*Jennerstown, Pennsylvania*  
Gristmill Productions produces the annual season of plays and maintains the theater building at the Mountain Playhouse in Jennerstown, Pennsylvania. The Mountain Playhouse has been a fixture in the rural landscape since 1999, contributing to the economic well-being of the area, and granting performance opportunities to regional artists.  
**$20,000** toward emergency repairs to the roof of the Mountain Playhouse/ Jenner Gallery.

**Grantmakers of Western Pennsylvania**  
*Pittsburgh, Pennsylvania*  
Grantmakers is a professional society of member grant-making organizations dedicated to promoting effective philanthropy in western Pennsylvania.  
**$10,000** to help launch a Social Enterprise Speaker’s Series.

**Guitar Society of Fine Art**  
*Pittsburgh, Pennsylvania*  
The Guitar Society of Fine Art supports and promotes music, the guitar, and young musicians through performance, education, and community outreach programs.  
**$75,000** to support Pittsburgh Live Music, a program designed to employ, nurture, and showcase young regional musicians.
Hill House Association
Pittsburgh, Pennsylvania

*Find the Rivers!* is a community-building project designed to promote and facilitate the involvement of communities and neighborhoods in river-related planning and development projects.

$150,000 toward operating support for *Find the Rivers!*

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Idea Foundry
Pittsburgh, Pennsylvania

Idea Foundry is a western Pennsylvania initiative of universities, private foundations, industry, government, and venture capitalists collectively stimulating innovation, new company creation, and job growth while accelerating our region’s transition to a technology-based economy.

$700,000 to identify and support the development of viable entrepreneurial technology projects.

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Mattress Factory
Pittsburgh, Pennsylvania

The Mattress Factory is an alternative museum of contemporary art that commissions new site-specific works, presents them to a wide and varied audience, and maintains selected individual installations in a growing and distinctive permanent collection.

$250,000 to support programming and capital improvements, with emphasis on visitor amenities.

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Mendelssohn Choir of Pittsburgh
Pittsburgh, Pennsylvania

Founded in 1908, the Mendelssohn Choir is a nationally recognized and highly regarded symphonic choir providing excellent choral music to the Greater Pittsburgh region, primarily in partnership with the Pittsburgh Symphony Orchestra.

$30,000 toward three years to implement a strategic plan.

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The National Road Heritage Park of Pennsylvania
Uniontown, Pennsylvania

$40,000 toward the concert fee for the Pittsburgh Symphony to play at Fort Necessity.

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New Century Careers
Pittsburgh, Pennsylvania

New Century Careers is a workforce development enterprise whose mission is to increase the availability and advance the skills of the manufacturing workforce in southwestern Pennsylvania.

$600,000 payable over two years toward operating support.

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North Hills Community Outreach
Allison Park, Pennsylvania

North Hills Community Outreach is an interfaith, grassroots organization that mobilizes volunteers to address the spiritual, emotional, physical, and material needs of people in crisis within the local community in a manner designed to preserve the dignity of individuals and families.

$300,000 toward a capital campaign to relocate and expand the Millvale satellite facility, in partnership with the Borough of Millvale.

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Junction Dance Theatre
Pittsburgh, Pennsylvania

Junction Dance Theatre’s mission is to create and perform innovative interdisciplinary performance works, including site-specific and portable performances, which integrate contemporary dance, theater, text, original and live music, mobile installation art, and film.

$10,000 toward 2004 home season programming.

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MPC Corporation
Pittsburgh, Pennsylvania

The MPC Corporation (Carnegie Mellon University and the University of Pittsburgh) will administer the feasibility for and creation of a Southwestern Pennsylvania Benchmarking Consortium.

$60,000 to help launch a benchmarking effort for southwestern Pennsylvania designed to inform public policy.
Pennsylvania Environmental Council
Pittsburgh, Pennsylvania
The council was established to promote wise stewardship and rational use of land, air, water, and other natural resources, as well as to protect and conserve urban and rural amenities.

$100,000 to support a communications plan to promote three environmental/outdoor events scheduled in Pittsburgh during 2004 and 2005.

Pittsburgh Arts & Lectures
Pittsburgh, Pennsylvania
The mission of Pittsburgh Arts & Lectures is to be a driving force in the literary culture of the community through programs that showcase world-class authors and foster excellence in the craft of writing.

$30,000 toward two years of support for the American Shorts Reading Series.

Pittsburgh Chamber Music Society
Pittsburgh, Pennsylvania
The society was established to foster, develop, and expand the knowledge, understanding, and appreciation of music by establishing and presenting a regular annual series of chamber music concerts for the general public.

$50,000 to help implement a three-year business plan.

Pittsburgh Community Broadcasting Corporation
Pittsburgh, Pennsylvania
WYEP Pittsburgh is an independent and innovative, listener-supported public media organization. It gives voice to quality music and provocative ideas, fostering an increasingly more vibrant, artistic, diverse, and caring community.

$500,000 toward a capital campaign for a new facility and program expansion.

Pittsburgh Gateways Corporation
Pittsburgh, Pennsylvania
Pittsburgh Gateways Corporation has a core mission of forging the research strengths of regional universities into local business start-up and expansion activity.

$600,000 payable over two years to establish a center to test and commercialize new technologies for highway infrastructure.

Pittsburgh Glass Center
Pittsburgh, Pennsylvania
Established in 2001, the Pittsburgh Glass Center is a charitable, educational organization whose mission is to serve as an open and comprehensive studio dedicated to teaching, creating, and promoting glass art.

$300,000 toward a three-year plan for sustainability, partially as a matching grant for new individual support.

Pittsburgh Center for the Arts
Pittsburgh, Pennsylvania
Pittsburgh Center for the Arts is one of the largest community arts centers in the country, serving nearly 7,000 students annually. Primarily educational in purpose, the center offers studio-based art classes and workshops, exhibits by local artists, a gift shop of local art, and a community arts program.

$60,000 to support a stabilization plan administered by Pittsburgh Filmmakers.

Pittsburgh Dance Alloy
Pittsburgh, Pennsylvania
Dance Alloy is a contemporary dance company and school dedicated to the creation and performance of new work of high artistic merit and to the teaching of dance by interacting with diverse communities in the Pittsburgh region, nationally, and internationally.

$45,000 to support a phased marketing initiative.

Pittsburgh Irish and Classical Theatre
Pittsburgh, Pennsylvania
The theatre was founded in 1996 to diversify the region’s theatrical offerings by providing Pittsburgh and western Pennsylvania audiences with high-quality, text-driven, affordable productions of classical theatre and the works of classical and contemporary Irish playwrights, and to significantly improve employment opportunities for local talent in all facets of theatrical presentation and production.

$75,000 to support a marketing initiative and to build organizational capacity.
Pittsburgh Life Sciences Greenhouse
Pittsburgh, Pennsylvania

The greenhouse is an economic development initiative chartered to create jobs and companies by establishing southwestern Pennsylvania as a world leader in the life sciences industry. A collaborative effort that includes key government, university, industry, and economic development organizations, it will result in a critical mass of bioscience companies, jobs, and research infrastructure.

$7,000,000 to support an economic initiative designed to establish southwestern Pennsylvania as a world leader in the life sciences industry.

Pittsburgh Public Theater
Pittsburgh, Pennsylvania

The Pittsburgh Public Theater is dedicated to providing an artistically diverse theatrical experience of the highest quality to a varied ethnic and cultural population, building a future audience with education and outreach, and operating in a fiscally responsible manner.

$80,000 toward general operating support for the 2003-2004 and 2004-2005 seasons.

Pittsburgh Tissue Engineering Initiative
Pittsburgh, Pennsylvania

The initiative is the prime catalyst for tissue engineering research and for the development of a viable tissue engineering industry in southwestern Pennsylvania.

$250,000 payable over two years to strengthen southwestern Pennsylvania’s market position in regenerative medicine.

Pittsburgh Trust for Cultural Resources
Pittsburgh, Pennsylvania

The trust is dedicated to expanding the arts in all disciplines. Its goals are to revitalize a downtown area of Pittsburgh designated as the Cultural District and, through expansion of varied arts activities, to improve the quality of life and broaden the economic development of the Cultural District.

$1,000,000 toward capital support for the Cultural District.

$500,000 toward the International Festival in the fall of 2004.

$20,000 to support First Night Pittsburgh 2005, an annual celebration of New Year’s Eve through the visual and performing arts.

$10,000 to support the September 2004 Performing Arts Exchange held in Pittsburgh.

Pittsburgh Parks Conservancy
Pittsburgh, Pennsylvania

The Pittsburgh Parks Conservancy partners with the city to restore, maintain, and execute the revitalization of the city’s four largest parks—Frick, Highland, Schenley, and Riverview.

$1,000,000 toward converting the Schenley parking lot in Oakland into a park.

The Poise Foundation
Pittsburgh, Pennsylvania

The Poise Foundation was formed in 1980 and designed to enhance the participation by African-American Pittsburghers in the philanthropic life of the city.

$25,000 toward the second year of a two-year plan to build organizational capacity.
PowerLink
Pittsburgh, Pennsylvania

PowerLink provides instruction, training, and advisory support to women-owned businesses in southwestern Pennsylvania to help women improve or develop their business and professional capabilities.

$110,000 to help implement organizational capacity-building strategies.

The Progress Fund
Hollidaysburg, Pennsylvania

The Progress Fund is promoting enterprise development in distressed areas of rural western Pennsylvania and northern West Virginia by increasing access to capital for owners and potential owners of small businesses.

$650,000 to support and evaluate a community loan fund serving distressed areas of rural western Pennsylvania and northern West Virginia.

Quantum Theatre
Pittsburgh, Pennsylvania

Quantum Theatre is a midsized theatre company of progressive, professional artists dedicated to producing intimate and sophisticated theatrical experiences in varied and unusual performance settings, exploring universal themes of truth, beauty, and human relationships in unexpected ways.

$75,000 toward two years to implement audience development strategies.

River City Brass Band
Pittsburgh, Pennsylvania

The River City Brass Band promotes and perpetuates musical culture, primarily American, across a broad spectrum of the public through brass band performances, educational programs, and the production of recordings.

$150,000 to provide a one-time operating grant while RCBB refines and implements short- and long-term sustainability plans.

The Society for Contemporary Craft
Pittsburgh, Pennsylvania

The society was established in 1971 to engage the public in the creative experience through contemporary craft. Its center showcases high quality, cutting edge work by nationally and internationally known artists working in clay, fiber, glass, metal, wood, and found materials.

$100,000 to support a three-year, capacity-building initiative.

Sports and Exhibition Authority
Pittsburgh, Pennsylvania

The mission of the Sports and Exhibition Authority is to provide venues for sporting, entertainment, education, cultural, civic, and social events for the benefit of the general public.

$500,000 toward construction of the Science Center connector for North Shore Park.

Squonk Opera
Pittsburgh, Pennsylvania

Squonk Opera is a nationally touring, multidisciplinary performing arts group whose mission is to extend art forms and create shows that are accessible and transformative to young and old, diverse, and nontraditional audiences.

$25,000 to support the creation of a new production and for transitional operating support.

The Strand Theater Initiative
Zelienople, Pennsylvania

The Strand Theater, built in 1914 as a vaudeville and cinema house, will be transformed into a performing arts center serving the northern communities of Pittsburgh.

$250,000 to renovate an abandoned theater into a performing arts center.
Strategic Investment Fund Partnership
Pittsburgh, Pennsylvania

The fund was created to fill financing gaps in important economic development projects in Pittsburgh and the 10-county region of southwestern Pennsylvania.

$1,000,000 payable toward one year as a program-related investment.

Three Rivers Arts Festival of Carnegie Institute
Pittsburgh, Pennsylvania

The Gallery Project of the Three Rivers Arts Festival will provide a forum for contemporary art to be developed and exhibited. It will nurture and promote new ideas and forms facilitating an exchange among artists, organizations, communities, and audiences for the region.

$60,000 toward two years of transitional expenses to relocate to expanded gallery/office space.

3 Rivers Connect
Pittsburgh, Pennsylvania

The mission of 3 Rivers Connect is to use innovative information technology to create for the Pittsburgh region a single, distributed Information Commons that will be used by every citizen and visitor to learn, work, and interact.

$110,000 to support development of an outdoor-recreation Web site.

$15,000 to support an executive director search.

Tides Center of Western Pennsylvania
Pittsburgh, Pennsylvania

Tides Center offers unique opportunities for emerging and existing charitable activities by providing a solid infrastructure for groups working to promote progressive social change. It provides fiscal sponsorship along with financial services, human resources, and administrative support to innovative projects in western Pennsylvania, Ohio, and West Virginia.

$440,000 toward operating support for the Sprout Fund, which seeds innovative ideas and engages young people in economic and community development.

$250,000 toward operating support for Keys2Work, to better prepare young people and adults for available jobs in the region.

$150,000 toward operating and marketing costs for the Ultra Violet Loop.

The Union Project
Pittsburgh, Pennsylvania

The Union Project was launched in 2001 by a group of young newcomers to the city who are restoring the former Union Baptist Church for reuse as gathering and working space for artists, community builders, and people of faith from surrounding neighborhoods.

$350,000 toward the first phase of a capital campaign for the adaptive reuse of the former Union Baptist Church building.

War for Empire, Inc.
Pittsburgh, Pennsylvania

War for Empire, Inc., based in Pittsburgh, has been created to develop special programs, interpretations, and linkage of sites for the 250th anniversary of the French and Indian War, to include production of a Public Television documentary entitled The War That Made America. Related activities scheduled between 2004 and 2008 are designed to provide fun and educational opportunities for residents of the region while also attracting tourists and tourist dollars to help the region’s economy.

$2,981,000 to support The War That Made America film project.

The Western Pennsylvania Hospital Foundation
Pittsburgh, Pennsylvania

The foundation was created to engage in fund-raising, research, and other charitable activities on behalf of the West Penn Allegheny Health System and the hospital.

$600,000 payable over three years to support the development of technologies to facilitate minimally invasive orthopaedic surgery.
WQED Pittsburgh
Pittsburgh, Pennsylvania

WQED is an integrated media company that strives to support regional initiatives.

$300,000 to support On Q Magazine, a nightly television program focused on a broad range of regional issues.

Young Women's Christian Association of Westmoreland County
Greensburg, Pennsylvania

The YWCA of Westmoreland County creates opportunities for women and girls to lead purposeful lives and strive for a community that values diversity.

$250,000 to support the Thrift Shop Expansion Project.

Total Regional Economic Development $31,164,000
Animal Friends
Pittsburgh, Pennsylvania

Animal Friends provides temporary care for dogs and cats in need, free from unwarranted euthanasia, while finding loving homes, reducing animal overpopulation, decreasing animal abuse and suffering, demonstrating the importance of companion animals, and educating the public.

$250,000 toward a capital campaign to develop the Animal Friends Resource Center.

ASSET, Inc.
Pittsburgh, Pennsylvania

ASSET is an independent, nonprofit education reform initiative dedicated to continuously improve the competencies of teachers, with initial efforts in grades kindergarten through eight science education.

$100,000 to support relocation and related renovations.

Duquesne University
Pittsburgh, Pennsylvania

Established at Duquesne University in 1996, the Nonprofit Leadership Institute provides board training for nonprofit organizations and, through its new Leadership Academy, has a special initiative to train and place young people on local nonprofit boards.

$150,000 to support New Trustees for a New Pittsburgh, an initiative to train and place young people on area nonprofit boards.

The Foundation Center
New York, New York

The Foundation Center was established nearly fifty years ago to foster public understanding of the foundation field by collecting, organizing, and analyzing and disseminating information on foundations, corporate giving, and related subjects.

$200,000 to help update and expand Web and e-mail services.

Grantmakers of Western Pennsylvania
Pittsburgh, Pennsylvania

Grantmakers is a professional society of member grant-making organizations dedicated to promoting effective philanthropy in western Pennsylvania.

$19,425 toward annual operating support.

Robert Morris University
Moon Township, Pennsylvania

The Bayer Center for Nonprofit Management at Robert Morris University provides high-quality management and governance information, tools, education, and research designed to strengthen the capacity of nonprofit organizations.

$400,000 toward two years of support for the Bayer Center for Nonprofit Management.

Tides Center/
Western Pennsylvania
Pittsburgh, Pennsylvania

By strengthening the health, operations, and delivery mechanisms of nonprofit agencies, the Community Quality Institute strives to ensure that the people of southwestern Pennsylvania and beyond will have consistent, quality service experiences that influence their lives in positive ways.

$250,000 payable over two years to support the Community Quality Institute—Youth Standards Project.

Total System Reform $1,369,425
# Richard King Mellon Foundation

**Statements of Financial Position**

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>2004</th>
<th>2003</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>$ 233,994</td>
<td>$ 324,112</td>
</tr>
<tr>
<td>Other current assets</td>
<td>3,705,289</td>
<td>905,082</td>
</tr>
<tr>
<td>Investments:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stocks</td>
<td>1,025,602,454</td>
<td>938,357,474</td>
</tr>
<tr>
<td>Long-term debt instruments</td>
<td>410,767,367</td>
<td>383,003,215</td>
</tr>
<tr>
<td>Temporary investments</td>
<td>64,956,609</td>
<td>84,888,940</td>
</tr>
<tr>
<td>Alternative investments</td>
<td>236,940,893</td>
<td>207,475,395</td>
</tr>
<tr>
<td>Total</td>
<td>1,738,267,323</td>
<td>1,613,725,024</td>
</tr>
<tr>
<td>Program-related assets</td>
<td>0</td>
<td>10,701,537</td>
</tr>
<tr>
<td>Other assets</td>
<td>272,730</td>
<td>367,267</td>
</tr>
<tr>
<td>Total assets</td>
<td>$1,742,479,336</td>
<td>$1,626,023,022</td>
</tr>
</tbody>
</table>

| LIABILITIES AND NET ASSETS                  |            |            |
| Liabilities:                                |            |            |
| Grants approved but not paid                | $ 18,498,215 | $ 15,570,634 |
| Appropriations for program-related assets   | 0          | 10,701,537 |
| Total                                      | 18,498,215  | 26,272,171 |
| Unrestricted net assets                     | 1,723,981,121 | 1,599,750,851 |
| Total liabilities and net assets            | $1,742,479,336 | $1,626,023,022 |

The accompanying notes are an integral part of these financial statements.
# Richard King Mellon Foundation

## Statements of Activities and Changes in Net Assets

For the year ended December 31,

<table>
<thead>
<tr>
<th></th>
<th>2004</th>
<th>2003</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment income</td>
<td>$53,973,257</td>
<td>$39,834,934</td>
</tr>
<tr>
<td>Expenses</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Administrative and investment expenses</td>
<td>9,809,267</td>
<td>8,747,265</td>
</tr>
<tr>
<td>Provision for federal excise taxes</td>
<td>930,361</td>
<td>604,532</td>
</tr>
<tr>
<td>Total Expenses</td>
<td>10,739,628</td>
<td>9,351,797</td>
</tr>
<tr>
<td>Net investment income</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>43,233,629</td>
<td>30,483,137</td>
</tr>
<tr>
<td>Grants and appropriations approved</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>79,614,474</td>
<td>54,643,478</td>
</tr>
<tr>
<td>Deficiency of net investment income over approvals</td>
<td>(36,380,845)</td>
<td>(24,160,341)</td>
</tr>
<tr>
<td>Net realized gains from investments</td>
<td>57,558,328</td>
<td>29,657,238</td>
</tr>
<tr>
<td>Unrealized appreciation on investments</td>
<td>103,052,787</td>
<td>242,224,075</td>
</tr>
<tr>
<td></td>
<td>160,611,115</td>
<td>271,881,313</td>
</tr>
<tr>
<td>Increase in unrestricted net assets</td>
<td>124,230,270</td>
<td>247,720,972</td>
</tr>
<tr>
<td>Unrestricted net assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Beginning of year</td>
<td>1,599,750,851</td>
<td>1,352,029,879</td>
</tr>
<tr>
<td>End of year</td>
<td>$1,723,981,121</td>
<td>$1,599,750,851</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
RICHARD KING MELLON FOUNDATION

STATEMENTS OF CASH FLOWS

For the year ended December 31,

<table>
<thead>
<tr>
<th></th>
<th>2004</th>
<th>2003</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash flows from operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Increase in net assets</td>
<td>$ 124,230,270</td>
<td>$ 247,720,972</td>
</tr>
<tr>
<td>Adjustments to reconcile increase in net assets to net cash used in operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Depreciation</td>
<td>94,537</td>
<td>94,538</td>
</tr>
<tr>
<td>Accretion</td>
<td>(343,349)</td>
<td>(283,623)</td>
</tr>
<tr>
<td>Realized gains on investments</td>
<td>(44,398,686)</td>
<td>(26,270,344)</td>
</tr>
<tr>
<td>Unrealized appreciation on investments</td>
<td>(103,052,787)</td>
<td>(242,224,075)</td>
</tr>
<tr>
<td>Increase (decrease) in cash from changes in:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other current assets</td>
<td>(2,800,207)</td>
<td>(629,789)</td>
</tr>
<tr>
<td>Grants approved but not paid</td>
<td>2,927,581</td>
<td>(14,951,580)</td>
</tr>
<tr>
<td>Net cash used in operating activities</td>
<td>(23,342,641)</td>
<td>(36,543,901)</td>
</tr>
</tbody>
</table>

| Cash flows from investing activities: |               |
| Purchases of investments           | (5,108,947,390)  | (5,700,079,274) |
| Proceeds from sales of investments | 5,132,199,913     | 5,736,721,914  |
| Net cash provided by investing activities | 23,252,523      | 36,642,640    |

| Net (decrease) increase in cash    | (90,118)        | 98,739        |
| Cash, beginning of year            | 324,112         | 225,373       |
| Cash, end of year                  | $ 233,994       | $ 324,112     |

The accompanying notes are an integral part of these financial statements.
### SUMMARY OF INVESTMENTS

<table>
<thead>
<tr>
<th></th>
<th>December 31, 2004</th>
<th></th>
<th>December 31, 2003</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Book Value</td>
<td>Market Quotations</td>
<td>Book Value</td>
<td>Market Quotations</td>
</tr>
<tr>
<td><strong>STOCKS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Domestic equities</td>
<td>$ 497,202,298</td>
<td>$ 681,757,635</td>
<td>$ 491,866,005</td>
<td>$ 640,684,447</td>
</tr>
<tr>
<td>Foreign equities</td>
<td>250,211,584</td>
<td>343,844,819</td>
<td>241,163,484</td>
<td>297,673,027</td>
</tr>
<tr>
<td><strong>TOTAL STOCKS</strong></td>
<td>747,413,882</td>
<td>1,025,602,454</td>
<td>733,029,489</td>
<td>938,357,474</td>
</tr>
<tr>
<td><strong>LONG-TERM DEBT INSTRUMENTS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Corporate bonds</td>
<td>259,954,212</td>
<td>264,415,380</td>
<td>226,466,100</td>
<td>231,228,150</td>
</tr>
<tr>
<td>United States Government and</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Government Agencies obligations</td>
<td>131,785,862</td>
<td>128,723,516</td>
<td>127,827,983</td>
<td>127,057,423</td>
</tr>
<tr>
<td>Other long-term obligations</td>
<td>17,645,077</td>
<td>17,628,471</td>
<td>24,726,300</td>
<td>24,717,642</td>
</tr>
<tr>
<td><strong>TOTAL LONG-TERM DEBT INSTRUMENTS</strong></td>
<td>409,385,151</td>
<td>410,767,367</td>
<td>379,020,383</td>
<td>383,003,215</td>
</tr>
<tr>
<td><strong>TEMPORARY INVESTMENTS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Demand and interest-bearing notes</td>
<td>61,554,791</td>
<td>61,554,790</td>
<td>81,748,392</td>
<td>81,749,556</td>
</tr>
<tr>
<td>Foreign short-term investments</td>
<td>3,394,292</td>
<td>3,401,819</td>
<td>3,126,252</td>
<td>3,139,384</td>
</tr>
<tr>
<td><strong>TOTAL TEMPORARY INVESTMENTS</strong></td>
<td>64,949,083</td>
<td>64,956,609</td>
<td>84,874,644</td>
<td>84,888,940</td>
</tr>
<tr>
<td><strong>ALTERNATIVE INVESTMENTS</strong></td>
<td>177,131,116</td>
<td>236,940,893</td>
<td>180,465,202</td>
<td>207,475,395</td>
</tr>
<tr>
<td><strong>TOTAL INVESTMENTS</strong></td>
<td>$1,398,879,232</td>
<td>$1,738,267,323</td>
<td>$1,377,389,718</td>
<td>$1,613,725,024</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
NOTES TO FINANCIAL STATEMENTS

NOTE 1 — Significant Accounting Policies

Basis of Accounting
The accounts of the Richard King Mellon Foundation (Foundation), except for federal excise taxes and grants approved but not paid, are maintained on the cash basis, the result of which is not materially different from 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 Families, Youth and Child Development, Regional Economic Development, Education, and System Reform. Its interest in the area of Conservation is a national program.

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

Investments
For financial reporting purposes, investments are stated primarily at market quotations which may not necessarily represent realizable values. Market quotations of foreign investments include the effect of the conversion into U.S. dollars at the foreign currency exchange rate in effect at year-end. Investments for which market quotations are not available are stated at estimated values as determined by investment managers. The book value of direct investments shown on the summary of investments is cost, except for donated assets which are valued at the market quotations at the date of receipt by the Foundation. Investments in alternative investments are accounted for under the cost method.

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 appreciation (depreciation) of investments represents the change in the difference between market 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.

NOTE 2 — Program-Related Investments
Beginning in 1988, the Foundation has invested in land, land rights, and interests in land pursuant to the Foundation's American Land Conservation Program. The purpose of the investment is land conservation, wildlife preservation, and the protection of open and scenic spaces. The properties remaining in the program at December 31, 2003 were stated at cost. The properties donated to conservation organizations during 2004 and 2003 were distributed at fair market value.

NOTE 3 — Federal Excise 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 two percent 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 one percent of net investment income for the years ended December 31, 2004 and 2003.
NOTE 4 — Commitments

The Foundation is a Limited Partner in several limited partnerships for investment purposes. At December 31, 2004 and 2003, the Foundation had contractually committed to additional investments of $122,311,973 and $144,076,086, respectively.

At December 31, 2004 and 2003, the Foundation subscribed to purchase fixed income obligations with an issuance date of January 2005 and 2004, respectively. The obligations totaled $16,470,742 and $23,799,910 at December 31, 2004 and 2003, respectively.

At December 31, 2004 and 2003, the Foundation subscribed to sell fixed income obligations with an issuance date of January 2005 and 2004, respectively. The obligations totaled $21,181,961 and $14,924,035 at December 31, 2004 and 2003, respectively.

REPORT OF
INDEPENDENT AUDITORS

To the Trustees of
Richard King Mellon Foundation:

In our opinion, the accompanying statements of financial position and the related statements of activities and changes in net assets and of cash flows present fairly, in all material respects, the financial position of Richard King Mellon Foundation at December 31, 2004 and 2003, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Richard King Mellon Foundation's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these financial statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The summary of investments as of December 31, 2004 and 2003 is presented for the purpose of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PricewaterhouseCoopers LLP

May 17, 2005
TRUSTEES

Richard P. Mellon
Seward Prosser Mellon
Alison M. Byers, Psy.D.*
W. Russell G. Byers, Jr.*
Catharine Mellon Cathey*
Constance Elizabeth Mellon Kapp*
Armour N. Mellon*
Richard A. Mellon*
Robert B. Burr, Jr.
Lawrence S. Busch
Michael Watson

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Chairman
Seward Prosser Mellon
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Chief Executive Officer
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Director*
Secretary (until June 30, 2005)
Michael Watson
Senior Vice President*
Director (until June 30, 2005)
Douglas L. Sisson
Vice President
Robert B. Burr, Jr.
Treasurer
Lawrence S. Busch
Assistant Treasurer
Ann Marie Helms
Program Officer
Secretary*
John J. Tureck
Controller

TRUSTEE EMERITUS

Mason Walsh, Jr. (until June 30, 2005)

*As of July 1, 2005

SUPPORT STAFF

Bernadette Braszo, Executive Assistant
Roseann Furkasovsky, Administrative Assistant
Brook Noel, Executive Assistant
Candace Jiles, Clerical Secretary/Receptionist
Andrew Zezza, Receptionist/Messenger

Printed on recycled paper
RICHARD KING MELLON FOUNDATION
Pittsburgh, Pennsylvania

Approved in December 2004 and effective January 1, 2005, the Trustees established the following program priorities:

REGIONAL FOCUS FOR PENNSYLVANIA

Conservation
- Land preservation
- Watershed protection and restoration
- Sustainable environments

SOUTHWESTERN PENNSYLVANIA

Regional Economic Development
- Quality of urban life
- Talent attraction and retention
- Business stimulus initiatives
- Rural economic development
- Arts and culture, emphasizing economic impact

Children, Youth, and Young Adults
- Early childhood education
- After-school programs

Education
- Charter schools, parochial schools, and independent schools
- Higher educational institutions
- Workforce training

Human Services and Nonprofit Capacity-Building
- Critical and strategic service providers

The Foundation gives priority to projects and programs that have clearly defined outcomes and an evaluation component. It does not consider requests on behalf of individuals or from outside the United States. The Foundation does not encourage requests from outside Pennsylvania.

All proposals must be accompanied by a completed application form (see following page) and addressed to:

Director
Richard King Mellon Foundation
One Mellon Center
500 Grant Street, Suite 4106
Pittsburgh, PA 15219-2502
Richard King Mellon Foundation
GRANT APPLICATION
(The Foundation accepts the Common Grant Application Format)

Date of Application: _____________________________________________

Legal Name of Organization: _______________________________________  
(Should be the same as in IRS determination letter)

Current Annual Operating Budget: ________________________________

Address: _______________________________________________________

Administrative Officer/Title: _______________________________________

Telephone Number: (______) ____________________  FAX Number: (______) ____________________

Project Name: ___________________________________________________

Purpose of Grant (one sentence): ____________________________________

Beginning and Ending Dates of Project/Campaign: _________________________

Amount Requested: $ ____________________  Total Project Cost: $ ____________________

Signature; Board of Directors Chairperson: ____________________________  Date: ____________________

Typed Name and Title: _______________________________________________

Signature; Executive Director: ____________________________  Date: ____________________

Typed Name and Title: _______________________________________________

Required Attachments:

Copy of current IRS determination letter indicating 501(c)(3) tax-exempt status.

Executive Summary providing an overview of the organization, and describing the proposed program or project, how it will benefit the community, and the organization's capacity and plan to operate the project.

Description of the plan to document progress and results.

Project budget.

Organization's history, including goals, current programs and activities, and accomplishments.

List of Board of Directors and officers, with affiliations, addresses and telephone numbers.

Audited financial statements for the last two years with corresponding operating budgets.

Other sources of funding and financial plan to sustain the project.
CREDITS:
Editing: Mary Brignano
Graphic Design: Robert Bowden
Typography: Hamilton Phototype
Printing: Hoechstetter Printing

All photos courtesy of War That Made America, LLC
Cover photos, left to right: Richard Kelly, Mike Khalil,
    Archie Carpenter.
Pages 18-19, clockwise from upper right:
    Archie Carpenter, Bill Dalzell, Archie Carpenter,
    Bill Dalzell, Richard Kelly.
Pages 20-21, left to right: Archie Carpenter,
    Richard Kelly, Bill Dalzell, Archie Carpenter.
    Left to right: Bill Dalzell, Richard Kelly.
Richard King Mellon Foundation
2004 Annual Report
The African-American Chamber of Commerce Foundation of Western Pennsylvania
Pittsburgh, Pennsylvania

The chamber promotes access and opportunity for African-American business owners and professionals with the goal of achieving economic parity throughout the Pittsburgh region.

$150,000 toward two years of operating support.

African-American Cultural Center
Pittsburgh, Pennsylvania

The mission of the African-American Cultural Center is to present exhibitions, performances, education, and public programs that deepen understanding and appreciation of the African-American artistic, cultural, and social contributions to Pittsburgh and to the nation.

$250,000 toward a capital campaign for an African-American Cultural Center that will present both visual and performing arts.

The French and Indian War (1754-1760) began in western Pennsylvania and eventually spread around the globe becoming, as Winston Churchill would say, the “first world war.” The 250th anniversary of the conflict presents an unprecedented opportunity to bring long overdue recognition to this seminal period in our nation’s history and to the role it played in shaping the lives of many, most notably George Washington, who would go on to help found our great democracy in the 1770s. The Pittsburgh region played a decisive role in the French and Indian War, and remains rich in historic sites from this period that serve as important educational resources, and which captivate visitors, both young and old.
Scenes from *The War that Made America*, clockwise from upper right: Larry Nehring portrays a young George Washington; stuntmen at the Battle of Fort William Henry; Alex Coleman as General Edward Braddock; British and Colonial soldiers on the march; French soldiers make ready.