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The Mission of the Ben & Jerry's Foundation is to support grassroots progressive social change organizations; engage and empower Ben & Jerry's employees in philanthropy and social change work; and to give back to our Vermont communities.

The Ben & Jerry's Foundation, a separate entity from the company, makes grants to non-profit organizations in Vermont and throughout the country. The Foundation is funded through an annual contribution made by Unilever, the parent company of Ben & Jerry's, based on a formula that is calculated using sales volume and the inflation rate from the previous year. For 2012 that amounted to \$2,231,804.

In 2012 the Foundation made 317 grants. These included the Grassroots Organizing for Social Change national grant program, the Vermont Community Action Team grant program, and the Vermont Capacity Building grant program. In addition, the Employee Matching Gift Program made 188 contributions.

The Ben & Jerry's Foundation supports grassroots organizations that are working to make their communities more just, fair and sustainable. The Foundation believes that people most directly impacted by a problem are in the best position to determine the solutions to that problem. Also, that people who historically have not had their perspectives heard by decision-makers should have a voice at the table. That is why the decision-making for our philanthropy is in the hands of those that make our ice cream. In this way the Foundation strives to *be* a grassroots organization. In 2012, 39 employees of Ben & Jerry's participated on a Foundation committee as a grant-maker. This included 10 employees on our National Grants Program committee, and 29 on our three Community Action Teams located at each of our Vermont plants -- St. Albans (9), Waterbury (9)-and at our corporate offices in South Burlington (11). In addition 90 or 18% of our 453 employees participated in our Matching Gift Program.



Our Employee – Led Grant Programs

The **Grassroots Organizing For Social Change** (GOSC) grant program supports grassroots, constituent-led organizations across the country that are using community-organizing strategies to accomplish their goals. Proposals must align with the Foundation's broad interests in social and environmental justice and sustainable and just food systems. In 2012 the Foundation Grant-making Committee made grants to 106 organizations totaling \$1,301,700. Here are just a few GOSC grants made in 2012.



UWA member Winston Gupton, ESPN Zone cook, speaks out at Emergency Press Conference to protest ESPN's sudden closing at Baltimore's Inner Harbor.

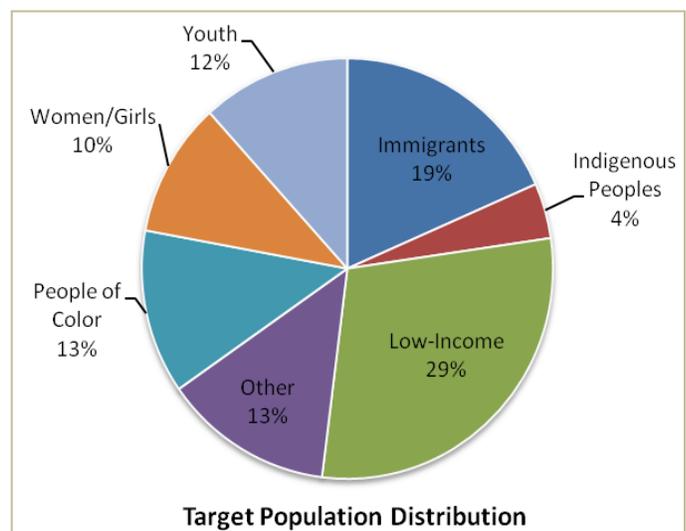
\$15,000 was awarded to the **United Workers Association in Baltimore, MD** for their Human Rights Zone Campaign. The UWA is led by low-wage workers leading the fight for fair development at Baltimore's Inner Harbor tourist destination. Since 2008, United Workers has documented ongoing human rights abuses at the Inner Harbor, including chronic wage theft, abusive working conditions, a widespread lack of health insurance and sick days, and a failure to respond adequately to workplace injuries. These

violations were highlighted in United Workers' spring 2011 report on the Inner Harbor, "Hidden in Plain Sight." In January of 2012, former ESPN Zone workers won their lawsuit against Disney

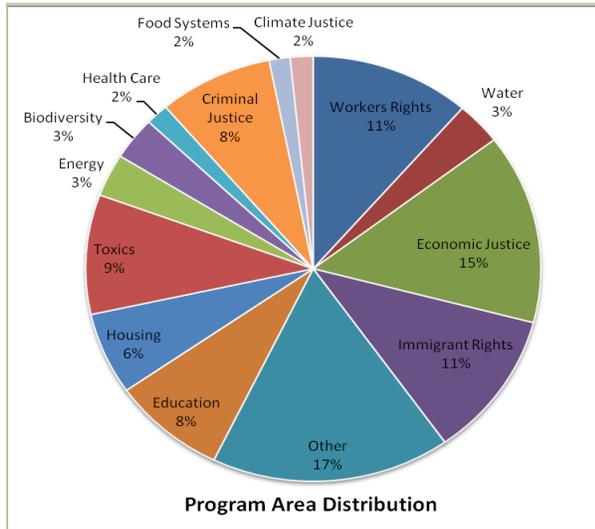
subsidiary in Baltimore's Inner Harbor and ESPN Zone for violating the Federal WARN Act after being laid off and not adequately compensated.

A \$15,000 grant was given to **Community Asset Development Re-Defining Education (CADRE) in Los Angeles, CA** for general support. CADRE is a community-based, membership organization in South Los Angeles led by African American and Latino parents and caregivers whose children attend public schools. Through parent capacity building, political education, advocacy, and organizing, CADRE challenges schools' practices that criminalize children and parents and violate their rights to a quality education, dignity, and participation in the public education system. CADRE was instrumental in securing Los Angeles Public Schools' adoption of "school-wide positive behavior support" discipline policy. This new policy results in disrupting the link between failing public schools and juvenile/adult incarceration, known as the "school-to-prison pipeline". CADRE has also pioneered a policy monitoring model that gives parents a key role in holding the schools accountable for respecting students and parents. CADRE is a founding member and leader in the national Dignity in Schools Campaign whose purpose is to building a movement of those most affected by the school-to-prison pipeline.

A grant for \$15,000 was given to the **Clean Air Coalition of Western New York in Buffalo, NY**. The Clean Air Coalition was founded by residents of Tonawanda, NY who suspected that their health problems and the neighborhood stench were linked to the 53 industrial plants in their neighborhood. In the absence of any existing data, they collected air samples using supplies from Home Depot. Their homemade monitors found high levels of cancerous chemicals in their air coming from Tonawanda Coke Corporation. Residents organized a direct action campaign



against the plant to reduce their benzene emissions. After dozens of meetings with elected officials, regulators, and holding a rally, the plant had an unexpected inspection by the Federal Government. After that, the company's environmental control manager was indicted and the company signed a compliance order with the Federal Environmental Protection Agency. Benzene levels in the neighborhood have dropped by 86%. Since then, the Coalition has succeeded in passing a resolution at the Buffalo Common Council declaring that environmental justice must be incorporated into the new designs for the a large truck plaza;



mobilized over 200 residents in the aftermath of a large industrial fire to hold the government and the plant accountable; and secured air monitors in Tonawanda through 2013 after the state recommended shutting them down.

\$15,000 was awarded to the **Coalition on Homelessness (COH) in San Francisco, CA** for their Housing Justice Campaign. COH organizes poor and homeless people to create permanent solutions to poverty and homelessness while protecting the civil and human rights of those forced to remain on the streets. Homeless leaders create work plans, organize various campaigns and engage with

policy makers to create public policies for low-income and homeless people. With the Coalition's campaign and resulting media exposure, late in 2011, San Francisco matched \$1.5 million in private funding to expand a housing subsidy that would expedite moving homeless citizens into vacant public housing units.



The **Vermont Capacity Building** program is a three year grant of \$25,000 per year. The Ben & Jerry's Foundation offers a multi-year grant to a Vermont-based, statewide non-profit organization that has both a vision and a strategic plan to extend its influence and improve its long term viability. The organization's goals should resonate with the Foundation's mission to further social justice, protect the environment or support the working landscape.

The 2012 Capacity Building Grant award went to **Vermont Community Garden Network** . This statewide non-profit helps community and school groups start, sustain and grow gardens, that provide local food and vibrant educational sites. VCGN provide resources, technical assistance, grants, training and networking opportunities to meet the growing needs of Vermont's garden leaders. Their work is rooted in the understanding that community and school gardens have food security, health, social, economic and environmental benefits. With the multi-year grant the Vermont Community Garden Network is completing a strategic planning process, name change, revamping of their website, and increasing staff capacity and training opportunities for garden organizers.

In 2012, **Highfields Center for Composting** completed their third and final capacity-grant year. Funding was provided to strengthen the organization's fundraising capacity and to support Close the Loop Vermont, the

organizations flagship program with a goal to complete a statewide food scrap composting infrastructure by 2017.



“The organizational impacts realized through this grant are far-reaching and extend beyond the specific objectives achieved with the Foundation’s funds. For example, our increased fundraising capacity has enabled us to pursue a capital campaign, which in turn has dramatically increased our research, education, and production capacities”.

~Tom Gilbert, Executive Director

Pictured here: Ben & Jerry’s Foundation Grantmaking Committee, visiting Highfields Center for Composting prior to their decision to award them a capacity grant.

The **Vermont Community Action Team** grant program was created to allow employees to support organizations in the places where they live and work. Each site gives away \$60,000 and has a CAT that consists of 8-12 members. The CATs meet monthly and make grants between \$500 to \$2000. The CAT’s focus their decisions based on these guidelines; underserved populations including seniors, at-risk youth, and low-income people; needs of underserved communities; basic human needs; and organizations that are primarily volunteer-led. The CAT’s reviewed 188 proposals and made grants totaling \$180,500 to 152 organizations. Here are a few Community Action Team grants made in 2012.



I am really glad to be on the Community Action Team - and as always, when I get out of my little box over here and think about how much good we are empowered to do on behalf of B&J I am really proud and grateful.

~Jane Earley, Marketing

With a grant of \$500, The **Waterbury CAT** helped the **Barre Area Senior Center** create a computer lab and resource center for elders to learn computer basics, email friends & family and community activities.

The **Central Support CAT** made a \$1000 grant to **Camp Exclamation Point, Inc. (CAMP!)** a one-week residential summer program for over 100 Vermont children from migrant families who work seasonal jobs in the agriculture, dairy or timber industries and have limited opportunities.

The **St. Albans CAT**, with a grant of \$600, supported **Fairfield Farmers Market Online** to give the community access to high quality, healthy food being grown and prepared by local farmers. Buying food locally

encourages investment in the community, supports the local economy, increases the established network of producers in the area and provides access to good food despite economic hardship.



The **Employee Matching Gift** Program was established to recognize employees' individual generosity. The Foundation matches dollar-for-dollar contributions employees make to organizations they care about. In 2012, 18% or 90 of the company's 453 employees participated by making 188 contributions to 96 organizations totaling \$31,986. There are also times during the year when further donations are encouraged by offering a 2-to-1 match. In 2012 employee contributions were doubled to disaster relief efforts for Hurricanes Irene and Sandy, and for food shelves and fuel assistance programs adding an additional \$1,835 to employees' support for these organizations.



Other Foundation Grant Programs

The Foundation also provides a \$10,000 allocation to plant leadership to make several small grants that build plant-community relationships. In 2012 these grants totaled \$7,150 to 7 organizations including the 4th of July celebration in Waterbury and the Grand Isle Food Shelf in St. Albans.

The Foundation also makes grants that support its broad mission but do not necessarily fit within the specific guidelines of our grants programs. In 2012, grants totaling \$83,500 were made to 29 organizations. These include: The National Farm to School Network in support of their annual conference; and a grant to Public Assets Institute which conducts research, fiscal analysis, and policy development that mobilize the power and financial resources of government to advance the public good.



Employee Engagement

To encourage visibility for the Foundation, the ten annual grantmaking meetings are rotated around the three Vermont sites. Staff of the Foundation also presented at site meetings, to the leadership team, the Global Gathering, and at the Hospitality Orientation. The Foundation contributes a regular Foundation column for the newly created plant newsletter, and invites all interested employees to hear from grantees whenever they come to present to the grantmaking committee. In 2012 the Foundation hosted three lunchtime presentations with Capacity Building grantees, the Vermont Workers Center, VTDigger.org and Highfields Center for Composting.

Annual Foundation Field Trip: One of the highlights for the Foundation and the Grantmaking Committee members in 2012 was participating in the 4th annual field trip. This year in Chicago, committee members, staff and trustees visited with six groups that the Foundation funded. The visit included meeting with low-wage immigrant worker organizers from the Latino Union of Chicago, environmental justice organizers from Pilsen Alliance and Little Village Environmental Justice Organization which included a visit to the Crawford Coal Plant. Through the efforts of these two organizations, the plant had been recently shut down.

The final day was spent with parents organizing for educational justice from Blocks Together, Community Organizing and Family Issues (COFI) and Parents United for Responsible Educations (PURE). Among the many strong, committed and inspiring mothers heard from in Chicago was Philipa Alvarez whose son Angel was caught in a drive-by shooting as he was walking to the corner store and died in his mother’s arms. In response, Philipa started a Peace Academy at the high school with the support of COFI. The Peace Academy has become a model for several other schools in the city. During the visit The Ben & Jerry’s Foundation made a special grant in Angel’s honor to the Peace Room at Wells High School.



“I just wanted to say ‘Thank You’ for organizing such a wonderful trip to Chicago last week. The visits we made were incredibly meaningful and getting to know many of the committee members better was pretty special to me too....So – thank you, thank you. I came home inspired and grateful.”

*~Leslie (Pennington) Arroyo
Retail Operations*

Pictured here: Ben & Jerry’s Foundation Grantmaking Committee, staff and trustees with our friends from the Latino Union of Chicago at the Albany Park Workers’ Center

Ben & Jerry's Foundation at a Glance

Grant Programs	# of Proposals Reviewed	# of Grants	Total Granted
Grassroots Organizing for Social Change	139	106	\$1,301,700
Community Action Teams	188	152	\$180,500
Capacity Building Program	10	1 (Multi Year)	\$75,000
Employee Matching Gift	18% Participation Rate	188 *	\$32,000
Plant Manger Grants	St. Albans & Waterbury	7	\$7,150
Other Grants	n/a	52	\$161,575
Totals		317	\$1,757,925
*Not included in total			

Operations	Data
Grants Distribution as % of Income	88%
Administrative Expenses as a % of Income	9.5%
# of Letters of Interest submitted	1026
# of website hits	96,610
Ben & Jerry's Foundation Trustees	Jerry Greenfield Jeff Furman Liz Bankowski Anuradha Mittal
Ben & Jerry's Foundation Staff	Rebecca Golden Lisa Pendolino Dana Jeffery

2012 GOSC Committee Members	2012 Central CAT Members	2012 St. Albans CAT Members	2012 Waterbury CAT Members
Amy Weller Blair Austin Bradley Brenda Noyes Brian Edwards Chris Rivard Duncan MaCauley Leslie Arroyo Mary Lynn Kemp Nolan Titcomb Pete Rasetti	Amanda Stasiowski Ave Glasstetter Chris Rivard Jane Early Jay King Kathy Cromie Kirsten Schimoler Leslie Arroyo Liz Stewart Marianne Corcoran Molly Turner	Billie Davis David Guyette Ellen Trahan Jennie Bockus Kathy Jochim Pam Hakey Paulette Tipper Rick Holcomb Tom Burrows	Blair Austin-Bradley Bob McCarthy Charlie Sayah Francis Jacob Nathan Lang Pete Rasetti Randy Thompson Sabrina Abair Tristen Beliveau