



2008 ANNUAL REPORT
A YEAR OF SIGNIFICANT
VICTORIES



CHESAPEAKE BAY FOUNDATION
Saving a National Treasure

PRESIDENT AND CHAIRMAN'S MESSAGE

There is no doubt that 2008 presented some extraordinary challenges for both the Chesapeake Bay Foundation and you, our members. Money was tight, in both the private and public sectors. We are pleased to report, however, that CBF saw some of its greatest successes ever this past year. This is due to all of you, who in spite of tough financial times, contributed an unprecedented level of support. On behalf of all life—fish, crabs, oysters, and humans—in and around the Chesapeake Bay, we thank you.

The pages of this report document just some of the accomplishments CBF was able to achieve in the past year. At both the state and federal level, public investments have been gained which will pay real dividends in pollution reduction in coming years. After two years of CBF work, Congress passed a Farm Bill that includes \$440 million over five years of targeted funding for Chesapeake Bay states to reduce pollution from agricultural sources. This will be the largest single federal investment for pollution reduction in the Chesapeake Bay ever. Although the current administration continues to block the release of this money, we are confident that the next administration will put it to work, providing economic stimulus and jobs for rural areas while reducing pollution significantly and improving the region's water quality.

Also at the federal level, many years of hard work again proved successful when the United States House of Representatives passed our legislation titled No Child Left Inside. It will reform the No Child Left Behind federal funding bill to encourage environmental education nationwide. CBF pulled together a coalition representing some 840 organizations and 45 million people to support this endeavor. While there was not time to get it through the

Senate this year, we are confident it will pass both houses in the next session of Congress.

Important state legislation was also passed in Richmond, Annapolis, and Harrisburg. In Pennsylvania, CBF organized a broad coalition to support upgrades to sewage treatment plants. In November, the voters approved the referendum. It will provide \$450 million in bond funding to vastly improve sewage treatment, reducing pollution to local waterways and the Bay downstream.

Throughout the watershed, CBF staff and volunteers have restored hundreds of miles of stream banks with forested buffers; removed tons of trash; planted millions of oysters on sanctuary reefs; partnered with scientists and industry to research, test, and implement innovative pollution reduction technology; educated ten of thousands of students and teachers; and so much more.

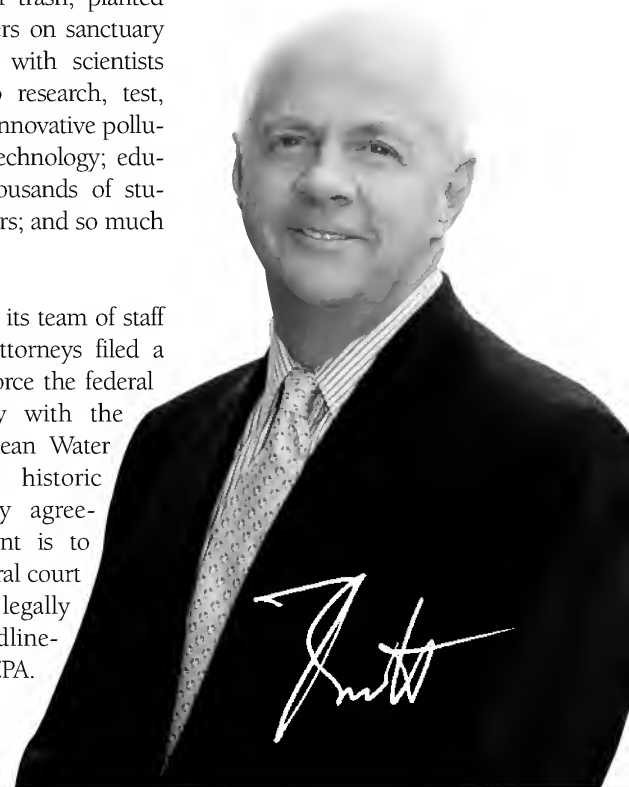
Finally, CBF and its team of staff and pro-bono attorneys filed a legal action to force the federal EPA to comply with the terms of the Clean Water Act and the historic Chesapeake Bay agreement. Our intent is to petition the federal court to impose a legally binding, deadline-driven plan for EPA.

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Going forward, we have every reason to believe that 2009 will be even more successful than 2008. We have you to thank. Each and every day, we reflect on the fact that none of this would be possible without you.

Our most sincere thanks,
William C. Baker, President
Keith Campbell, Chairman
of the Board



INTRODUCTION

This was a year of key environmental victories by the Chesapeake Bay Foundation—at a precarious time.

The Bay continues to be in critical condition. Low-oxygen “dead zones” were rampant this year and populations of the iconic blue crab hit near historic lows. The most insidious threats to the nation’s largest estuary remain nitrogen and phosphorus pollution, from agriculture, urban and suburban stormwater runoff, sewage treatment plants, and air pollution. These pollutants fuel algal blooms that die and rot—sucking oxygen out of the water and killing much of the life on the bottom.

This runoff pollution is Enemy No. 1 for the Bay. And it has been a wily foe because—unlike factory or sewage plant discharges from pipes—it is harder to monitor and control.

For this reason, innovative solutions are necessary. And CBF broke new ground in 2008 in forward-thinking strategies for reducing runoff.

None of these successes—in the areas of pollution reduction, habitat restoration, or education—could have happened without the support of our members and donors.

After a year and a half of focused effort, CBF and its allies convinced Congress to approve legislation that secured \$440 million over five years in federal investments in agricultural conservation practices that will help control runoff pollution into the Chesapeake Bay. In Maryland, CBF won a similar battle. Despite tough economic times, CBF convinced the state to approve \$25 million in the first year—and hopefully \$50 million in future years—for efforts to reduce runoff from farms and urban areas in the new Chesapeake Bay 2010 Trust Fund (formerly called the “Green Fund”).

In Pennsylvania, CBF worked closely with agricultural nutritionists to come up with a creative strategy to alter the feed of farm animals. A better diet for cattle cuts the amount of nitrogen and phosphorus in their waste—and therefore means less pollution being washed by rain into the Bay’s tributaries.

But the progress by the Chesapeake Bay Foundation in 2008 was not only in agriculture. In

Washington, D.C., CBF worked with more than a dozen states and environmental groups to file a lawsuit that overturned the Bush administration’s weak coal-fired power plant mercury pollution control rules so that more protective standards can be adopted. CBF’s lawyers also overturned a U.S. Environmental Protection Agency water pollution permit that failed to require a schedule for the largest sewage treatment plant in the world (Blue Plains in Washington, D.C.) to install nitrogen-reduction equipment.

In Virginia, the Chesapeake Bay Foundation planted nearly ten million juvenile oysters in underwater sanctuaries. And CBF’s army of volunteers hauled about 240,000 pounds of trash out of rivers on the most successful “Clean the Bay Day” in the commonwealth’s history, held in June.

In the area of environmental education, the Chesapeake Bay Foundation forged an unprecedented coalition of more than 840 organizations representing 45 million Americans—from teachers to scientists—across the country to push for the No Child Left Inside Act. This landmark legislation is intended to enable teachers to use the environment as a tool to achieve better test scores, improved discipline, and

increased enthusiasm and pride among students. The legislation will also provide \$100 million a year for high-quality outdoor and ecological studies.

None of these successes—in the areas of pollution reduction, habitat restoration, or education—could have happened without the support of our members and donors. The achievements were due in part to CBF’s rapidly growing membership, which in 2008 broke the 200,000 mark. The expansion of our team gives us more voices speaking up for the Bay and additional credibility with decision makers. CBF relies heavily on the generous donations of supporters such as the Bunting Family, the James G. Robinson Foundation, Inc., and many other corporations, foundations, and individuals who have made the victories of the last year possible. The investments made in improving water quality and expanding outdoor learning will bring tremendous returns. Thanks to them, we are taking real steps forward toward our goal of restoring the Chesapeake Bay.



POLLUTION REDUCTION

FEDERAL INVESTMENTS

The battle over investments in agricultural conservation practices in the 2008 U.S. Farm Bill was the most intense ever waged at the federal level by the Chesapeake Bay Foundation. Every five years, the law that authorizes agricultural subsidies and conservation practice dollars across the nation must be re-approved by Congress. This legislation is often controversial—but CBF recognized it as an opportunity to bring in vast federal resources to improve the health of the estuary. CBF decided to advocate not only for more pollution-control funding in the bill—but also to try to target funds specifically for the Chesapeake Bay watershed. It was an uphill battle, but one that ultimately delivered a very important return—the largest-ever federal investment in on-the-ground pollution reduction for the Bay states. These investments could yield a reduction of up to 40 million additional pounds of nitrogen annually—more than a third of the region's overall goal—if funds are released and spent strategically.

“Nobody in the Chesapeake Bay community had ever taken on anything like this before,” recalls Doug Siglin, Federal Affairs Director for CBF. “The biggest obstacle we had was answering the question: Why should we do



this for you in the Chesapeake region and not for everybody else in the nation? The answer was that we have this terrible pollution problem and the Bay can serve as a model for the rest of the nation.”

The campaign for the legislation was extensive, and the cost was as well. CBF counted on the investments of a number of individuals and organizations, among them the Philanthropic Collaborative and Charles and Barbara Rossotti. Together they provided the lion’s share of support for this pollution-control initiative.

With the teamwork of Bay-area lawmakers, the Farm Bill passed the House and Senate with \$440 million in new conservation funding for Bay farmers over the next five years. Areas of investment include environmentally friendly, cost-effective practices, such as building streamside buffers and manure sheds that keep rain from washing waste into streams.

LITIGATION

In the area of litigation, CBF fought hard for tough limits on nitrogen and phosphorus pollution from sewage treatment plants. In addition to pushing for a deadline to install additional pollution controls on the Blue Plains plant in Washington D.C., CBF also intervened to try to

stop more than 70 cities in Pennsylvania and West Virginia from weakening the permits for their sewage treatment plants. And CBF settled a lawsuit against Philip Morris with an agreement that will force the company to reduce its water pollution. The litigation department’s work is made possible by a generous challenge grant from the Lenfest Foundation.

PRECISION FEEDING

In Pennsylvania, CBF spearheaded an industry-changing initiative for dairy farmers. CBF partnered with Penn State Cooperative Extension and the University of Pennsylvania on “precision feeding,” the technique of reducing the phosphorus and nitrogen content in animal feed to the levels required to maintain healthy livestock.

Dairy farmers have long supplemented their cattle’s feed with phosphorus. The exact levels needed for milk production and herd health have been unknown. For at least five years, scientists have been reporting in academic journals that feeding cattle excessive amounts of phosphorus—

while costly—does not improve the animals’ health.

CBF and its partners worked with 66 dairy farms across the commonwealth in trimming the amount of nitrogen and phosphorus in feed, while monitoring the health of their cows, as well as their manure and milk output. “There weren’t any herd health problems...and in many cases, there was more milk production,” said Kelly O’Neill, agricultural policy analyst for CBF. The project partners are also educating nutritionists, veterinarians, and other dairy



FACING PAGE: Bay-area farmers received much-needed federal support for projects that will improve water quality.

ABOVE: Danger signs like a fish kill on Aberdeen Creek in Maryland raised growing concerns about the Bay’s health. In Washington, D.C., Congress approved new funding to reduce agricultural pollution in the Chesapeake region.

BELOW: More precisely calibrated diets can cut the amount of nitrogen in animal waste by 30 to 50 percent, and the amount of phosphorus by 40 to 60 percent.

Over the last two years, the Chesapeake Bay Foundation and its allies have pushed for stormwater permits with limits and teeth—accountability and enforceability.



ABOVE: Debris chokes a section of the Anacostia River in Washington, D.C., degrading the habitat of waterfowl, fish, and other Bay creatures.

industry professionals about the benefits of precision feeding.

Improving animal feed is one of the most cost-effective ways of cleaning up local streams and the Bay. Now CBF is working with the U.S. Department of Agriculture Natural Resources Conservation Service (NRCS) to promote these strategies

across Pennsylvania. This effort was also made possible through a \$120,000 Growing Greener grant from the Pennsylvania Department of Environmental Protection, which allowed CBF to obtain matching funds from the Forrest and Frances Lattner Foundation, the New York Community Trust, and the Roy A. Hunt Foundation.

STORMWATER CONTROL

In Maryland, CBF successfully advocated for a path-breaking new approach to stormwater management. Stormwater systems collect water that flushes over streets, parking lots, and roofs during rainfalls and release it into streams and rivers that lead to the Bay. Under the federal Clean Water Act, states must issue pollution-control permits for municipal storm-drain systems just as they must issue permits for factories. But a fatal weakness of the stormwater program has been that while factory permits have specific, numeric pollution limits, stormwater permits have lacked these limits. They are vague and toothless. And that means unlimited amounts of pollution—gasoline, lawn fertilizer, dog waste, and other toxins—can gurgle down gutters into the Bay. This is harmful and pointless, because the states have spent years developing pollution limits for streams and waterways, called “total maximum daily loads” or TMDLs. But nothing has been done to connect these pollution limits to stormwater permits.



Now that has changed. Montgomery County's stormwater permit came up for renewal before the Maryland Department of the Environment (MDE) in 2006. Over the last two years, the Chesapeake Bay Foundation and its allies have pushed for stormwater permits with limits and teeth—accountability and enforceability. The new draft permit issued by the MDE in September 2008 for the first time anywhere directly incorporates the pollution limits (the TMDLs) for receiving water bodies. That means Montgomery County must ensure that any future development doesn't cause runoff with pollution that exceeds the limits for nitrogen, phosphorus, sediments, bacteria, and other criteria in the stream TMDLs. And the county must also be more aggressive about controlling polluted runoff from existing roads and buildings.

"It's an absolutely huge advance in these kinds of permits," said Lee Epstein, Director of CBF's Lands Program.



CBF recognized an opportunity to turn this one victory in Montgomery County into reductions in stormwater pollution across the region. "We want to convince the EPA that this is the model to adopt across the whole Bay watershed."

This effort was aided by investments in CBF by The Morris & Gwendolyn Cafritz Foundation of Washington, D.C., and the Annapolis-based Keith Campbell Foundation for the Environment. Because of their generosity, a model for successful stormwater management has been developed, and rivers and streams that flow into the Bay will be cleaner.

STREAM CLEANUP

In Virginia this year, CBF organized the largest and most successful "Clean the Bay Day" in the event's 20-year history. In June, more than 7,000 volunteers turned out across the commonwealth to haul 241,384 pounds of trash from 434 miles of Bay tributaries, including the James, York, Elizabeth, Lafayette, and Lynnhaven rivers.

"In the Hampton Roads area, we had over 100-degree temperatures, and we still had one of the best turnouts ever," said Sharon Smith, Project Coordinator for the Chesapeake Bay Foundation. "I think it is an indication at the grass-roots level of how passionate people are about healthier waterways."



ABOVE AND BELOW: During CBF's 20th Annual Clean the Bay Day in Virginia, 7,000 volunteers set out on foot and by boat to pull more than 120 tons of trash from Bay tributaries.

Farm Fresh Supermarkets again was lead sponsor of the cleanup. In addition to funding the campaign, the markets sell reusable grocery bags to reduce waste—with five cents per bag donated to the Chesapeake Bay Foundation. The supermarkets are not only encouraging recycling, but also directly contributing to a major effort that removes tons of litter from the Bay's tributaries.



EDUCATION

NO CHILD LEFT INSIDE

For decades, the Chesapeake Bay Foundation has run the largest environmental educational program in America. Every year, almost 40,000 participants learn about Bay and stream ecology through one of CBF's 17 field programs, which include canoe and island expeditions, and farm experiences. About three years ago, CBF began to notice that school administrators were increasingly reluctant to send their students on field experiences—or let the kids leave their desks for any reason. Part of the problem was federal legislation passed in 2001, the No Child Left Behind Act, which created intense pressure on principals and teachers for good scores on standardized tests.

Studies show that integrating the environment in school curriculum leads to better performance on standardized tests, reduced classroom discipline problems, and more enthusiasm for learning and pride in accomplishments from students. "Principals were telling us they couldn't let their students leave the building because that would take them out of test preparation—literally learning how to fill in test bubbles," said Tom Ackerman, Director of Teacher Training and Student Leadership at the Chesapeake Bay Foundation.



“Everyone we talked to was very supportive of environmental education, but the time they have for everything but the basics is being squeezed.”

It seemed at first a far-fetched idea that the Chesapeake Bay Foundation could change federal education policy. But CBF felt it had no choice but to try because federal policy was undermining its ability to educate young citizens about the interconnection between the Bay’s condition and their own lives. A key part of CBF’s educational goal is to weave lessons about the Chesapeake Bay throughout a school’s curriculum, so that students can incorporate discussions of the environment into history, biology, government, and other courses. The point is to have a broad education that is not narrowly

focused on just the math and reading testing demanded by the No Child Left Behind Act.

The Chesapeake Bay Foundation found champions for its cause in Congressman John Sarbanes of Maryland’s 3rd district and Senator Jack Reed of Rhode Island. Together they crafted legislation, the No Child Left Inside Act, that would encourage states to develop environmental literacy plans and provide \$100 million a year for environmental education. CBF held press conferences, launched a website and e-mail campaign, and rallied a broad team of education, health, business, and outdoors groups. The No Child Left Inside Coalition grew from 13 organizations in 2007 to more than

840 today, representing 45 million Americans. Among the many advocates are the National Education Association, the American Federation of Teachers, the National Wildlife Federation, and Ducks Unlimited.

This swell of support convinced 64 U.S. representatives and 14 senators to sign-on as co-sponsors. And then the House Committee on Education and Labor on June 18



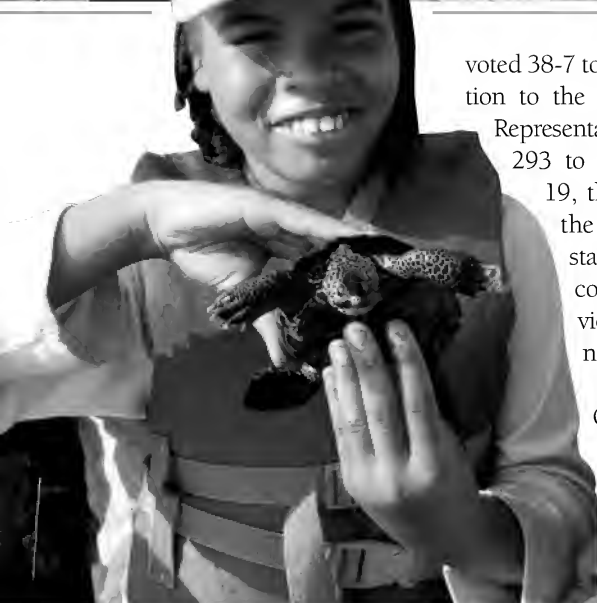
FACING PAGE: Students experience the Bay first-hand as they plant oysters on a reef during a CBF education program. In 2007-08, CBF led a nationwide coalition to strengthen support for environmental lessons like these.

THIS PAGE: Learning outdoors, a tenet of CBF’s mission, is a priority of the No Child Left Inside Act. At an outdoor Congressional field hearing on the legislation, students shared their discoveries with Maryland Governor Martin O’Malley (above) and conducted water quality tests (left).





the *Susquehanna*. “They make a connection between the impact of what they’re doing on the land and how that has a direct impact on the river. It helps them feel responsible for what they’re doing.”



ABOVE: In-depth learning about local waterways and wildlife is a hallmark of CBF field experiences.

voted 38-7 to endorse the legislation to the full U.S. House of Representatives. By a vote of 293 to 109 on September 19, the House approved the bill, setting the stage for what CBF is confident will be a victory in the Senate next year.

Organizing the coalition was made possible by contributions from the Pennsylvania-based Lenfest Foundation.

“Gerry Lenfest provided leadership funding at the very outset of the campaign,” said Will Baker, President of the Chesapeake Bay Foundation. “His vision was instrumental to the success of the campaign.”

LEARNING ON THE RIVER

One of the most successful examples of CBF’s outdoor education can be found in downtown Washington, D.C. Over the last year, more than 3,000 students

from the District and suburbs have explored the Potomac River on the *Susquehanna*, a 42-foot deadrise workboat. The CBF vessel is launched from the Gangplank Marina in southwest Washington and carries young people on learning experiences on both the Anacostia and Potomac rivers. Foundation instructors teach the students how to sample the water for nitrogen pollution and dissolved oxygen. The students see the outfalls of urban storm drains and the world’s largest sewage treatment plant, Blue Plains. Behind the boat, they drag a net. The students are often surprised to catch hundreds of gizzard shad, catfish, and bass in a once-dead waterway that many assumed was still a toxic waste stream.

“We let them pick up and feel the fish—and for a lot of these kids, it’s the first time they’ve ever put their hands on a fish,” said Eric Marshall, captain of

Among those who learned on the *Susquehanna* this year were middle school students from the San Miguel School, an education center for disadvantaged Latino youth in Washington, D.C. Their floating classroom was supported with help from Maria and Michael Jones of McLean, Virginia, donors to the Chesapeake Bay Foundation with a love of both education and the environment.

CBF leads similar educational experience. On June 30, 2008, the foundation christened a new educational vessel, the *Bea Hayman Clark*, which takes thousands of students out onto the Bay. Based in Hampton Roads, Virginia, the 50-foot workboat has a low-emissions diesel engine and was a gift of Dr. Fred Clark and his wife Dr. Karen Clark of Philadelphia. CBF named the vessel after Dr. Fred Clark’s mother. On the James River, the CBF workboat *Baywatcher* took more than 1,000 students on learning

It seemed at first a far-fetched idea that the Chesapeake Bay Foundation could change federal education policy.



expeditions thanks to the Harrison Family Foundation. The boat sets off from the docks in Hopewell, showing the students industrial plants and then taking them upstream past historic plantations to cleaner waters surrounded by forests and farms. It is an experience that CBF hopes will help form citizens who will respect the Bay and its tributaries for their whole lives.

CHESAPEAKE CLASSROOMS

For more than two decades, CBF has been running a program, now called "Chesapeake Classrooms," that trains teachers how to become better environmental educators. CBF shows teachers

how to incorporate ecological subjects into the core learning areas of reading, math, science, and social studies. The program also helps educators use schoolyards as outdoor classrooms. Chesapeake Classrooms teachers lead students in identifying and removing invasive plants, as well as by building nature trails, rain gardens, and other projects. And the teachers learn how to perform surveys of local streams by dipping nets to scoop up bugs and fish as a measure of biodiversity and health. The core component of Chesapeake Classrooms is a five-day summer immersion course, in which teachers receive education in the field on CBF vessels to connect their community to the Bay.

Each teacher who is educated has the potential to teach thousands of students about the value of the Bay watershed over the course of their career.

No school district is more active in the program than Montgomery County, Maryland. The county has been working closely with the foundation for more than two decades. Last year, 48 Montgomery County teachers participated in the environmental training, and CBF took nine principals from the district out to Smith Island for a three-day leadership retreat. About 4,000 students a year from Montgomery County go on CBF field experiences. This learning is supported by, among others, the National Geographic Education Foundation and the Howard Hughes Medical Institute, which have both provided leadership and investment in CBF's teacher training program for more than a decade.

STUDENT LEADERSHIP TRAINING

Over the last year, CBF has more than doubled the number of student leadership training trips that it offers, from six to 13. One of the most successful last year was in Pennsylvania.

From July 13 to 19, CBF took a group of middle school students

ABOVE: CBF's Student Leadership Program got a boost this year thanks to a leadership gift from the Nordberg Family Fund.

BELOW: Chesapeake Classrooms, a teacher training program, shows educators how to incorporate the Bay's ecology into a variety of subjects.

to Gifford Pinchot State Park, where they used bicycles to visit wildlife settings for study. The teenaged students examined how farmland affects streams, inspected a sewage treatment plant, and discussed how nitrogen runoff causes algal blooms and low-oxygen "dead zones." The students took water samples and canoed. When they returned, they learned how to use CBF's online Student Action Network, which teaches them how to become certified as environmental leaders. These student programs are supported throughout the watershed in part by a \$50,000 gift from Starbucks Coffee Company.

"These are the decision makers of future years and they are really passionate about the environment," said Allyson Ladley Gibson, Education Outreach Coordinator for CBF. "It's important that they have this educational experience, not only for their personal development but also for the good of the entire Bay watershed."



HABITAT AND FISHERIES

TREE PLANTING

Over the last year, CBF has helped to plant about 180,000 trees and 90,000 bushes along streams in Pennsylvania. It is part of a campaign that has brought 2.2 million new trees to the commonwealth over the last eight years. Similar efforts to create forested buffer strips beside waterways are growing across the Bay watershed.

The Pittsburgh-based Richard King Mellon Foundation made generous contributions that have allowed the Chesapeake Bay Foundation to leverage funds from the U.S. Department of Agriculture's Conservation Reserve Enhancement Program (CREP) to plant these buffer strips in Pennsylvania.

The result—a perpetual pollution-reducing investment—allowed 10 workers to team with rural landowners to complete about 150 miles of streamside buffers with about 270,000 trees and shrubs.

“The forested buffers are well known as wonderful interceptors of pollution,” said Dave Wise, CBF's Watershed Restoration Manager in Pennsylvania. “They keep things out of a stream that have no business being in there, such as nitrogen pollution, sediment,



and farm chemicals like pesticides and harmful bacteria.”

What is less well known is the value of trees for important biological processes. Riverbanks with trees are littered with leaves. When rain percolates through these leaves, the water brews a high-energy, tea-like mix. This flows into the waterways and feeds bugs and beneficial bacteria. These critters absorb nitrogen from the stream, and use it as the building blocks for their cell walls, ligaments, and membranes. Thus pollution becomes part of a mayfly instead of a “dead zone” in the Chesapeake Bay.

“Trees turn streams into huge nitrogen-processing facilities,” Wise said. “Clean water factories is what they become.”



In 2008, in Virginia’s Piankatank River alone, CBF and its volunteers planted nearly 10 million young oysters.

Because of the Mellon Foundation and the U.S. Department of Agriculture, scores of clean water factories are removing nitrogen pollution that would otherwise smother the Bay.

OYSTER RESTORATION

In Virginia, CBF’s oyster program continues to focus on using science to try to bring back native oysters. CBF gets larvae of *Crassostrea virginica* from breeding tanks at the Virginia Institute of Marine Science’s Aquaculture Genetics and Breeding Technology Center. The larvae are placed in CBF setting tanks on site, where they grow into “spat,” or juvenile oysters. A CBF restoration vessel, *Chesapeake Gold*, hauls the oysters into the Bay

and its tributaries for planting on reef sanctuaries. In these protected areas, the oysters cannot be harvested. In 2008, in Virginia’s Piankatank River alone, CBF and its volunteers planted nearly 10 million young oysters.

This continuing work with oysters—as well as CBF’s similar work in Maryland—is supported by contributions from Restore America’s Estuaries, a nonprofit organization, and the National Oceanic and Atmospheric Administration’s Community-based Restoration Program.

“The sanctuaries are important to protect the oyster so it can do its job, which is to filter algae and pollutants out of the water,” said Bill Goldsborough, Director of Fisheries and Oyster Restoration for CBF. “And the reefs also provide habitat for the other Bay critters.”

FACING PAGE: Streams flanked by trees are 200 to 800 percent more effective at removing nitrogen pollution than waterways lined with grasses.

ABOVE LEFT: CBF volunteers plant trees to help filter polluted runoff naturally.

ABOVE RIGHT: A gift from the Robert G. Cabell III and Maude Morgan Cabell Foundation made in honor of its long-term executive director, J. Read Branch, Sr., supports CBF’s oyster restoration activities. In appreciation, Tommy Leggett (in blue shirt), was named CBF’s J. Read Branch, Sr., Virginia Oyster Restoration and Fisheries Scientist.

BELOW: Dave Fisher, an active member of the CBF Speakers Bureau, was named CBF’s 2008 Member of the Year.





ABOVE: Instead of chemical fertilizer, recycled and pelletized chicken manure is spread at Queenstown Harbor to help keep the course green. Less pesticide is sprayed than on an average golf course.

OPEN SPACE

CBF's programs in the water and on land in Virginia received important new aid in 2008. CBF will be able to continue its open-space advocacy and smart-growth planning because of a donation from the Chesterfield Conservancy, which disbanded this year. "This funding is absolutely critical to CBF's efforts in Virginia, and in particular Chesterfield County, to restore the water quality of the Chesapeake Bay and its tributaries through sustainable land use," said Ann Jennings, CBF's Executive Director in Virginia.

PROTECTING WETLANDS AND WILDLIFE AROUND GOLF COURSES

In Maryland this year, CBF organized its first golf tournament—an event designed to draw attention to environmentally responsible course management. About 175 golfers enjoyed the "Akridge Save the

Bay Classic" on May 8 at the Queenstown Harbor course on Maryland's Eastern Shore. The

Akridge, a Washington-based commercial real estate firm that focuses on sustainable design.

CBF donors in 2008 saw substantial returns on their investments.

course was recently recognized by Audubon International as a "certified cooperative sanctuary." The owner, the Brick Companies, which was also the presenting sponsor of the tournament, allowed key portions of the land—once farm fields—to grow back into a natural state, with wide buffer strips of trees, grasses, and wetlands flanking the Chester River and other waterways. Rainwater is captured in ponds and used for irrigation, helping to conserve water. The ponds are stocked with species of fish that have ravenous appetites for algae, eliminating the need for chemical algae poisons.

The event was possible because of the support of many environmentally minded sponsors, including the title sponsor,

"Lessening the human impact on the environment is a must," said John E. "Chip" Akridge, III, Chairman of Akridge. "This tournament allowed us to stand with the Chesapeake Bay Foundation and the other 'Save the Bay Classic' sponsors who share this goal."

Overall, donors to the Chesapeake Bay Foundation in 2008 saw substantial returns on their investments. Because of their generosity, less nitrogen pollution will harm the Bay, urban stormwater will be better filtered, tens of thousands of trees will be planted, streams will run clearer, and children will know why all this matters. And all these steps point to a brighter future for the Chesapeake Bay.

CONTRIBUTORS

Without the support of CBF members and donors—our investors—the strides made in 2008 to save the Bay would not have been possible. Our thanks go to all who supported our work over the fiscal year from July 1, 2007 to June 30, 2008.

\$ 100,000 +

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\$ 50,000 – \$ 99,999

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CBF relies on members of its planned giving society, the Chesapeake Legacy Circle (CLC) for donations that can make a difference now—and in the future. Dr. John M. Levinson is one such donor who made CBF a part of his estate plans. Dr. Levinson is a former obstetrician/gynecologist who is also a sailor, a waterfowl decoy artisan, a past president of the Explorers Club of New York, and an author (including a book on shorebirds). "Obviously the marine environment is an important part of my life. I included CBF in my will because I want my grandchildren to experience the Bay as I did and learn from the Bay as my own children did," explains Dr. Levinson.

ENDOWMENTS

Baker Fund
J. Read Branch, Sr. Memorial Fund
Julian Allen Brown Memorial Fund
Admiral Ross P. Bullard Fund
The Bunting Family
Joan Burnside Memorial Fund
Margaret and W. Bates Chappell
Endowment Fund
Charles Claggett Fund
C. Thomas Claggett, Jr. Endowment
C. Thomas Claggett, Jr. Fund
Henry L. and Grace Doherty
Charitable Foundation, Inc.
Carson Lee Fifer Memorial Fund
Thomas and Barbara Gale
Foundation

Charles S. Garland, Jr. Memorial
Fund
Mr. & Mrs. Harry C. Green
Kellam Family Fund
Kidder Hopeful Fund
Joseph and Bonnie Kies Endowment
Fund
Kirby Fund
Kiwanis Club of Suburban Norfolk,
Inc.
Lenfest Environmental Education
Fund
The Albert J. Lofgren & Antoinette F.
Seymour Endowment Fund
James Fletcher Logan Endowment
Fund

Sumner T. McKnight Fund
William B. Mullins Memorial Fund
Karen N. Noonan Endowment Fund
Reynolds Foundation
Stanley Fund
Stanley Norman Endowment Fund
L. Corrin Strong Memorial Fund
Mary Frances Wagley Endowment
The Harry and Jeanette Weinberg
Endowment for Baltimore City
Environmental Education
Earl White Memorial Fund
Mrs. John Campbell White Fund

CHESAPEAKE LEGACY CIRCLE

The Chesapeake Legacy Circle is comprised of individuals who have chosen to include the Chesapeake Bay Foundation in their estate planning. The Circle now has 130 members.

Anonymous (7)
Myrtha Allen
Thomas M. Arrasmith III
Dorothea de Zafra Atwell
Mr. & Mrs. Andrew J. Baer
William C. & Mayer M. Baker
William C. Bard
Mr. & Mrs. Russell E. Barr
Marjorie L. Barrows
Jon F. Bauer
Kathleen & Glenn Bell
Elizabeth Gant Bennett

Cornelius C. Bond, Jr.
Hara Ann Bouganin
Celeste A. Brown
James H. Bryson
Pete & Jane Chambliss
Ketsy A. Chiles
Michael J. Chusmir
Mr. & Mrs. W. Stephen Coleman
Dr. & Mrs. Thomas Coye
Anita M. Cranford*
Gaye Dawson & Steve Cox
Mr. & Mrs. Efrain DeJesus

Gail P. Della Pelle
Brian S. Dillistin
Margaret W. Dulaney
H. Renwick Dunlap
Ann C. Dunnington
Robert L. Dwight
Bainbridge & Ellen Eager
Mrs. Jefferson B. Feagin
John R. Flood
Helen K. Frank
Mr. & Mrs. William E. Fravel, Jr.
Mrs. E. Stack Gately

Alice M. Gates
Eliot M. Girsang
Martha Cole Glenn
Albert F. Goetze, Jr.*
R. Louvenia Gresham
Anne K. Griffith
Regina Haiges
Mr. & Mrs. Griff Hall
Mr. & Mrs. Robert G. Hammond
Pete Hangen
Beverly S. Hattersley
Calvin D. Hawkins

Wesley M. Heilman 3rd
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Mr. & Mrs. Charles O. Holliday
F. Thomas Hopkins
Jenny Horton
Mary Odell Ingram
Ernest W. Jennes
Gayle Johnson
Mr. & Mrs. Robert L. Kaplan
Richard B. Kaufmann
Craig J. Kelly
Eugene L. Kidd
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Mr. & Mrs. K. Robert Krupicka, Jr
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Gerry & Marguerite Lenfest
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Eleanor J. Marshall
Deborah N. Marsteller
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CAPT & Mrs. Robert D. McWethy
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Perry

Marianne R. Phelps
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COL & Mrs. Walter W. Plummer
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Mr. & Mrs. Godfrey A. Rockefeller
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Dorothy B. Rouse-Bottom
Mr. & Mrs. Russell C. Scott
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Mr. & Mrs. Bradford Smith III
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Patricia G. Tice

Chandler H. Townsend
Elizabeth J. Townsend
The Honorable & Mrs. Russell E.
Train
John M. Turner
Richard A. Urban
A.W. VanHooff
Mr. & Mrs.* Carl E. Wagner, Jr.
Mr. & Mrs. Arthur L.S. Waxter
Fred Weiss
Betty Jean & Charles Wheeler
Jean Wilhelm
Mr. & Mrs. Earl W. Williams
Neil H. Wilson
Richard E. Wilson
Buz & Mary Tod Winchester
Dr. & Mrs. Jan Wolff
Randi L. Wortham
Frederick E. Wright
Mr. & Mrs. Ed G. Zondag

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Jeanne Vermilyea Ackerman
Mercedes Alberto
Caroline E. Allen
Nadine P. Alley
Arthur H. Amick
Samuel D. Amitin
Janel Ammann
Dorothea Tipper Apgar
James D. Arth
Nils M. Askman
James W. Asquith, Sr.
James A. Bacon
Julia C. Baker
Helen Jo Banks
Charles T. Bauer
Walter C. Becker
Daniel A. Beckner
Erna M. Behrend
Robert Bendle
Sarah K. Berner
William H. Berry
Francis Bevenour
Elizabeth L. Bierer
Mary Bitting
Theodore Robert Black
Robert C. Blackman
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William J. Blueford
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Morris Boshier
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George E. Brown, Jr.
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George E. Buckwalter

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Kathleen C. Butt
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Turner Camp
Walter Camp, Jr.
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James B. Eppes, Jr.
James Henry Erisman
Louis F. Esposito
Robert C. Estes
Thia Everhart
William F. Farlow
Peter Farrell
Ilia J. Fehrer
Thomas Harlan Finch
Robert Lowell Firor
Kennedy M. Fitzgerald
Margaret Fitzgerald
Marion M. Flook
Leslie N. Foster
Paul B. Foster
Garrett L. Freeland

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Roland C. Fritz, Jr.
Richard Galicki
Erlene Gallop
Douglas Gardiner
Charles S. Garland, Jr.
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Robert J. Ghetti
Carson Gibb
Edwin Gilbert
Kevin Gillen
Raymond A. Gillespie
Mary M. Godwin
Raymond T. Godwin, Sr.
Albert F. Goetze, Jr.
Albert W. Golembeski
Henry Good
Gail Goode
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Mona Greenberg
Shirley T. Greenberg
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Noreen Gregory
Joseph R. Grimes
Gilbert Gude
Mildred H. Hall
R. James Halligan
Scott A. Hamer
Ada Hamilton
Doris Harpold
Rebecca Clary Harris
Else Harrison
Sidney L. Harrison
Mary Jo Hartlove
Mary Elizabeth "Bessie" Hasior
Ned Hasselquist
Sean H. Hayes

* indicates donor who has passed away

Richard R. Hebert
William J. Henderson, Jr.
John Hensley
John & Mary Herlihy
Ward C. Hitchings
Bud Hocking
Edwin F. Hoeltzel
F. Gardner Hoerichs
Stephen T. Hoffman
Jesse A. Hood, Jr.
Bruce B. Hopewell
David Howell
Earl Hoxter
John Hunt
Elliott Hutching
Edward F. Hutchinson
Gorman & Jayne Ingram
Phillip Israel
James R. Janney
Robert James Janney
Andrew J. Jastrab
John Jimmyer
Stephen Roberts Johnson
Daniel U. Jones
Robert F. Jones
Robert S. Jones III
Lorents R. Jorgensen
Lorre Jorgenson
William E. Justice III
Frank Kain
Margaret Kardash
Constance Keane
William H. Keane
Ronald F. Kerr
Zenobia Kending
John Carr Kennedy
Merlin Kerschbaumer
John R. Kessler
Barbara Kettler-Mills
Watson P. Kime
Timothy David King
June Kingman
Catherine Klamp
Katherine Klein
David Kline
G. R. Klinefelter
Kris Klipner
Rupert Green Knowles
Joseph J. Kovalevski
Mitchell Kraft
Shepard Krech, Jr.
Louise Kroft
Patricia Lang
James Langston
Merrill Lanham
Michael LaPadula
John Larkins
Jane E. Lawton
Lynn H. Ledden
Robert Thomas Licht
Linda M. Lieberman
Christopher C. Lien
Harry Lindauer
Mildred W. Loud
Alice Little Love

Baylis R. Love
Anthony J. Loverde
Dorothy Lundin
Adam C. Lutz, Sr.
Daniel S. & Margaret Lynch
Louis O. Maas
Joseph E. Machin IV
Stephen R. Mahaney
Paul Makowski
Lane Malbon
Miriam Boysen Mann
John A. Mapp
Philip R. Marani
Matthew Marcy
Randall Marsh
Lillian Marshall
John G. Martin
John P. Martin
Marie Claire B. Martin
Nancy L. K. Martin
William R. Martin
Thomas A. Masters
Stephen L. Matovich
George H. McCready
John P. McCullough
Michael R. McDonough
James McGinty
Robert M. McGuire
Andrew J. McIntyre
James R. McKenzie
Jean McNelis
Jeanne Medoff
Michael J. Medura
Robert G. Mellick
Steven Menosky
Michael Meros
Josephine W. Merriken
Norma Messick
Richard L. Millen
Christine Miller
Kenneth F. Miller
Laurette Miller
Merrill R. Miller
Wesson H. Miller
William L. Miller
Judson R. Mills
Brian Moffett
Mildred Monaghan
Robert R. Montgomery
Leo J. Morawski
Cathy Morea
John E. Morrell
Leonard G. Moss
Earnest "Joe" Mueller
Donald J. Mulhill
Clarke Hugh Mundy
Marie Munsterteiger
John M. Murray
Wira Mykolenko
Elsie N. Nash
Bernetta Nauman
Samuel W. Nauman, Jr.
Norman L. Neil, Jr.
Mary Ann C. F. Nelson
Jerre N. Ness

Betty Newbill
Jack Newbill
Norman Newcomb
Warren W. Nichols
Harold J. Nicholson
Jacqueline M. Nickel
Ray W. Nightingale
Donald W. Nissley
Charlotte Nodine
Ronald Nodine
Karen E. Noonan
Edwin E. Nuckles
Laird Osman
Josephine J. Owen
Bob Owens
William Owens
Gordon Palmer
Henry W. Parkhurst, Jr.
Catherine B. Pasternak
Betty Patterson
Nikolaus Pawlyk, Jr.
Donald A. Paynter
Arlene Rose & Robert Lewis Peirce
Florence W. Perry
Anna H. Peters
Elizabeth Peterson
Jerome Petr
Mildred Bonney Phillips
Rudolph Picard
DeBoorne Piggot
Malcolm Piggott
Vivian Bailey Pilchard
Doris C. Pluhar
Richard Pokorski
Frank E. Pollock, Sr.
Thomas L. Poore
Jerry Porter
Robert B. & Mai Power
A. Roe Preston
Selina S. Prosen
Virginia C. Quigley
John H. Quilter III
Albert A. Radcliffe
Albert A. Radd
Ronald Rader
David A. Ramsey
Keith Patrick Ranck
Charles B. Raynor
Rose Reding
Keith G. Regan
James G. Reid, Jr.
Marie Reid
James E. Rice, Jr.
Robert Rice
Theodore A. Ricketts
Gene Riffe
John Riley
Edna K Roberts
John E. Roberts, Jr.
Landon Roberts
Greg Robinson
Kathleen F. Rodgers
Amy Michelle Ross
Wayne W. Ross
Elizabeth C. Roughton



CBF said goodbye to Donald H. "Pat" Patterson (above with his dog Drummer), a trustee since 2003 and an advocate for the Bay. A resident of Virginia Beach, Pat once worked at the *Boston Globe*, *Baltimore Sun*, and *The Virginian Pilot* where he retired in 2004 as Executive Vice President and President of the Broadcasting Division. Not one to sit still long, he joined Steelmaster as President and CEO until recently. He contributed time and talents to many Hampton Roads-area organizations, and left behind a loving family. Pat will be missed by the CBF Board of Trustees, staff, and in particular our Hampton Roads Office.

Sadly, CBF lost a number of other good friends this year. A longtime supporter of the *Stanley Norman* skipjack, Lois Duffey was a friend to CBF for many decades. Hugh Rardin, who served on the Board of Trustees for the Henry L. and Grace Doherty Foundation, was, with his wife Carolyn, instrumental in establishing CBF's first endowed Vice President's Chair. Ernest W. "Ernie" Jennes was a CBF board member from 1979-1994. And we lost Joseph V. Gartlan, a former CBF Trustee and Virginia State Senator, this summer.



CBF's Philip Merrill Center in Annapolis gathered yet another award for its innovative design in 2008. The regional council of the *National Green Building Council*, the nation's top green building certification program, recognized the seven-year-old building for demonstrating that "a completely green building is an attainable reality."

This year, CBF received a Caterpillar genset generator from Alban Tractor Company, with installation funded by Chips and Liz Moore of the Indian Point Foundation. This upgrade resulted in less staff time lost during severe weather, and fewer interruptions in communications with our 200,000 members and constituents.

Bob Ruby
Carroll W. Ruhl
Lee Ryvicker
Lucille L. Sanchez
Jack W. Sanford, Sr.
Nick Savage
Catherine A. Savedge
Dorothy Schneider
Julian Schneider
Joan Scott
Robert Seely, Sr.
John J. Sharkey
William Howard Sheckel
Lee Short
W. Steve Short
Carl E. Shubert
Elizabeth Gardener Stephenson Sills
Victor R. Simas
Jason C. Simering
John Simko
James C. Simpson
Robert F. Singer
Harry Sinsabaugh
Richard E. Sinsabaugh
Mildred Slagle
Florence D. Slifer
Gordon L. Smith
Harold Eugene Smith
Janet Nettie Smith

Rhonda W. Smith
W. Conwell Smith, Jr.
Edward Sokolowski
William Sonntag
June Spencer
Stanley H. Spooner
Katherine St. Onge
Peggy Staake
James H. Stack
Fitzhugh Dudley Staples
H. John Stegemerten
Mark Stevens
Elizabeth P. Stevenson
Martha I. Stevenson
Calvin C. Stewart, Jr.
Lewis F. Stilson
Mires Christian Stine, Jr.
Ralph M. Stokes, Jr.
Martha Stoll
Dwight Charles Stone
Marita S. Strattner
Bob Streeter
James M. Stubbs
Louise B. Sunderland
Sunshine & Pumpkin
Ben Sutherland
William M. Swisher
Rolf Edmund Taffs
Katherine Tewell

Tom Thomas
Tigger
Barbara Buckner Tracy
Anna Marie Tydings
Ann Tyler
Phyllis M. Van Auken
Theodore A. Veenstra, Jr.
B. Villany
Jean Voorhees
Osborne Wade, Sr.
John Walaszczyk
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Milton L. Walker
Dennis L. Walters
C. G. Walton
Richard C. Warmbier
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Cynthia Weglarz Rountree
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James W. Weston, Jr.
Blagden H. Wharton
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Charles A. Wier
Janet Shaw Wildman
Tom D. Willeford
Elizabeth Williams
Vann L. Witcher
Elizabeth Gannon Woodford
Robert M. Woollen, Jr.
Harry A. Zeigler
Gloria E. Zurmuhlen
Casimer L. Zyskowski

GIFTS IN KIND

Alban Tractor Company
Annapolis Cleaning Service, Inc.
Arlingtonians for a Clean Environment
Baltimore Business Journal
Mr. & Mrs. Bob Bauer
Bay Ridge Wine & Spirits
Benchworks
Bowman & Brooke LLP
Carpaccio Tuscan Kitchen & Wine Bar
CarrotSeed, LLC
Chesapeake Land Management, Inc.
Chesapeake Life Magazine
Anthony F. Christhilf
City of Newport News
City of Norfolk, Keep Norfolk Beautiful
Clean Community Commission, City of Virginia Beach
Clearstream Communications, Inc.
Cobb's Marina
Colonial Williamsburg Foundation
Comcast Cable Communications, Inc.

Crane & Company, Inc.
Cricket Cola
Noel & Crile Crisler
Eastport Design
Edgewood Properties-York Center, LLC
Mr. & Mrs. Thomas N. Eichbaum
Fawn Lake Country Club
Jeffrey Ferrell
Google, Inc.
gotügo Portable Restroom Solutions
Jerrold Grofe
Hampton Clean City Commission
Janet Harrison, Architect
Clyde Hart
Kathy & Bruce Hornsby
Howard's Lawnmower Service
Ian Plant Photography
Integral, LLC.
David Jones
Mike Kaufman
L.L. Bean, Inc.

The Lallie Store
Landmark Marketing Group
Micah & Cheryl Levy
Long Bay Point Marina/Long Bay Point Bait & Tackle
Mann Realty Associates
Marina Shores, LTD
Mountain Trail Photography Workshops
Nestle Waters North America
Office Furniture Outlet
Blaine & Susan Phillips
Proptalk
Reading Equipment & Distribution, LLC
Restaurant Nora
Reston Association & Friends of Reston
The Rimm-Kaufman Group, LLC
Tucker Robbins
Sands Anderson Marks & Miller, PC
Phil Seiser
Jim Simon

Sinclair Communications
Spinsheet
The St. Andrews Club
Stowe Mountain Resort
T/C Mailing
Taste of the Bay Magazine
Tropical Nature
Turner Sculpture, William H. Turner, David H. Turner
Varuna Aveda SalonSpa
Virginia Cooperative Extension, Arlington County
Weisman Electric
The Westin Annapolis
What's Up? Inc.
Whitmore Printing
JoAnne & Norman Willox
Stephanie & Jay Wilson
Wolf Trap Foundation for the Performing Arts
WRNR
WVEC 13NEWS
Zodiac Of North America, Inc.

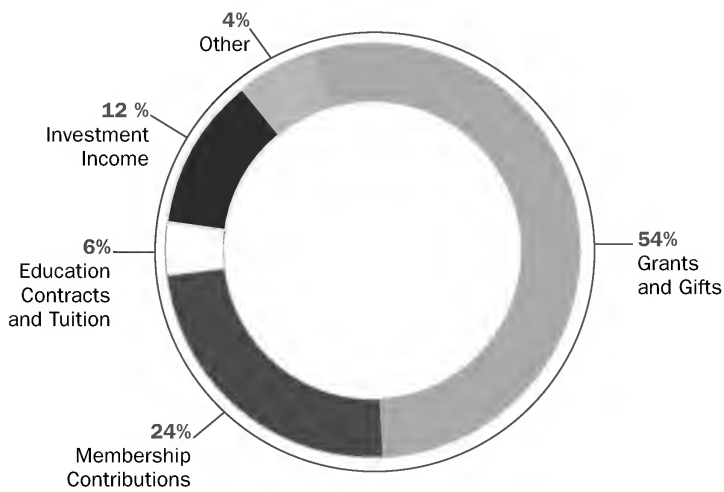
* indicates donor who has passed away

FINANCIAL OVERVIEW

FINANCIAL SUMMARY FOR THE FISCAL YEAR ENDING ON JUNE 30, 2008

CBF's management practices ensure that operating funds raised in the current year as well as the capital campaign funds pledged in previous years are effectively put to use to support programs to save the Bay.

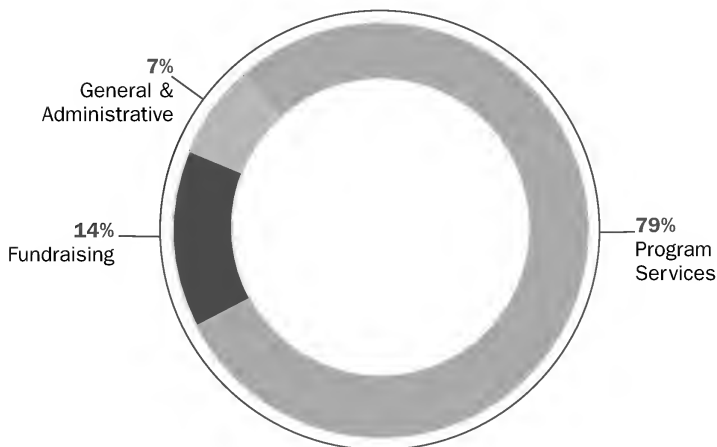
SUPPORT AND REVENUE 2008



Membership Contributions.....	5,130,217
Grants and Gifts.....	11,341,562
Education Contracts & Tuition.....	1,160,718
Investment Income.....	2,435,992
Other.....	943,599
Funds raised in prior years to support FY08 expenses.....	2,298,984

Total Support and Revenue.....	\$23,311,072
---------------------------------------	---------------------

EXPENSES 2008



PROGRAM SERVICES	
Environmental Education.....	6,323,551
Environmental Protection & Restoration.....	8,853,805
Communications.....	3,175,809
<i>Total program services.....</i>	<i>18,353,165</i>

SUPPORT SERVICES	
General & Administrative.....	1,742,560
Fundraising.....	3,215,347
<i>Total support services.....</i>	<i>4,957,907</i>

Total Expenses.....	\$23,311,072
----------------------------	---------------------

LEADERSHIP

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James E. Rogers, Vice Chairman
Susan S. Phillips, Secretary
Arnold I. Richman, Treasurer
William C. Baker, President

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G. Waddy Garrett
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Debbie L. Boyd
Director of Human Resources
Jon A. Mueller
Litigation Director



CHESAPEAKE BAY FOUNDATION

Saving a National Treasure

Maryland

Philip Merrill Environmental Center
6 Herndon Avenue
Annapolis, MD 21403
410/268-8816

Pennsylvania

The Old Water Works Building
614 North Front Street, Suite G
Harrisburg, PA 17101
717/234-5550

Virginia

Capitol Place
1108 East Main Street, Suite 1600
Richmond, VA 23219
804/780-1392

District of Columbia

725 8th Street, SE
Washington, DC 20003
202/544-2232

Website: cbf.org

E-mail: chesapeake@cbf.org

Membership information: 888/SAVEBAY (728-3229)

ABOUT THE COVER

CBF successes in federal legislation, environmental education, and habitat and fishery restoration during 2008 advanced the foundation's primary goal: to save the Bay and its rivers and streams.

Photo: Ian Plant

PHOTO CREDITS:

inside front cover: Kelly McMahon Willette
page 1: Ron Nichols/NRCS
page 2: Tim McCabe/NRCS
page 3: from left to right: John Surrick/CBF Staff, Jennifer Cassou/CBF Staff; bottom: Nikki Davis
page 4: Nikki Davis
page 5: top left to right: Charlene Ithrig/CBF Staff, Becky Holland
page 6: Beth LeFebvre
page 7: top to bottom: Bill Portlock/CBF Staff, Alex MacLennan, Alex MacLennan
page 8: top to bottom: Tom Zolper/CBF Staff; CBF staff
page 9: top to bottom: CBF Staff, Tom Ackerman/CBF Staff
page 10: Bill Portlock/CBF Staff
page 11: from left to right: Kim Patten/CBF Staff, CBF Staff, CBF Staff; bottom: CBF Staff
page 12: The Brick Company
page 13: Hal S. Korber
page 17: photo courtesy of John Levinson
page 19: photo courtesy of the Patterson family
page 20: Dave Hartoom

CHESAPEAKE BAY WATERSHED



The Chesapeake Bay's 64,000-square-mile watershed covers parts of six states and is home to more than 17 million people.

FSC Logo spot
FPO