

THE BAY INSTITUTE

ANNUAL REPORT
2008-2009



BOARD OF DIRECTORS CHAIR REPORT

Continued Success, Challenges and Growth

Dear Friends,

In 2008-2009, The Bay Institute continued our leadership role of protecting, restoring and inspiring conservation of San Francisco Bay and its watershed, from the Sierra to sea. Once again, we leveraged our bold, integrated approach—combining science, education, restoration and advocacy—to promote the ecological recovery of this immense and majestic estuary.

Our Rivers and Delta Program saw a 20-year effort to restore the San Joaquin River come to fruition with historic water releases from Friant Dam, paving the way for the Bay's second largest tributary to once again reconnect with San Francisco Bay. On another front, we won significantly improved protections for Endangered Species Act-listed delta smelt, salmon and steelhead, and secured new protections for longfin smelt under the California Endangered Species Act.

The work of our Bay Restoration Program is more critical than ever, as it becomes evident that healthy wetlands are a powerful "green" approach for protecting our shoreline from the ravages of climate change and rising sea levels. To that end, we've forged partnerships to build support for federal legislation to authorize tens of millions of dollars for restoration, annually; played a key role in setting the stage to return Skaggs Island to a tidal marshland; and led the effort to use recycled water to restore wetlands and provide alternative sources of water for agriculture.

Our Watershed Education Program achieved a new milestone as the Marin County Board of Supervisors lauded its Students and Teachers Restoring a Watershed (STRAW) project for restoration of 100,000 linear feet of creek bank. STRAW also was honored as the subject of *A Simple Question, the Story of STRAW*, an award-winning documentary that premiered in September 2009. To reach urban high school students,



we launched the San Francisco Bay Estuary Education Program (SF-BEEP), an intensive summer marine science and internship program that uses the Bay as a living classroom.

We reached a pivotal point in our growth in June 2009, as we welcomed our new affiliate, Aquarium of the Bay, into

The Bay Institute family. As you will read in John Frawley's letter on the opposite page, the Aquarium's new nonprofit status will allow it to become a self-sustaining science, education and conservation center for the Bay. It will function as a powerful new venue to communicate The Bay Institute's important work, and a new crossroads for collaboration for all of us engaged in protecting the Bay and its watershed.

Our accomplishments and growth are made possible by the generous support and commitment of you—our donors, members and supporters. You provide the funding, resources and encouragement necessary to make possible what we achieve, and all that we hope to achieve in the future. Thank you for believing in what we do, and supporting our efforts to ensure that future generations will be able to enjoy a healthy and thriving Bay/Delta.

A handwritten signature in dark ink, appearing to read 'Carol K. Lind'.

Carol K. Lind
Chair, The Bay Institute Board of Directors

PRESIDENT & CHIEF EXECUTIVE OFFICER REPORT

Moving Forward into an Exciting Future

Dear Friends,

Complementing The Bay Institute's extensive science and research programs, successful conservation of San Francisco Bay and its vast watershed requires an informed, inspired and engaged public. Thanks to our many supporters, donors and funders, The Bay Institute was able to acquire Aquarium of the Bay in June 2009, and now has a highly visible platform for engaging the public as a major marine nature center optimally located on San Francisco's waterfront.

Shortly after the acquisition, I was pleased to accept the newly created position of president and chief executive officer of The Bay Institute. Having served as the Aquarium's senior executive for 14 years, I am personally and professionally excited about the union of The Bay Institute and Aquarium of the Bay. It completes a long-desired evolution of the Aquarium from a privately-owned attraction to a nonprofit educational and environmental resource for the Bay.

This new partnership is a powerful one, joining The Bay Institute's science, restoration, education and advocacy strengths with the Aquarium's inspirational exhibits and public accessibility. Creating experiences that inspire conservation of San Francisco Bay and its watershed has always been the Aquarium's mission, which it achieves through captivating exhibits of local marine life. These exhibits draw over half a million visitors each year and use a cadre of interpretive naturalists to engage visitors and facilitate learning about the Bay's ecosystem. And, the Aquarium's education programs annually provide over 15,000 Bay Area students and teachers with curriculum-based classes and tours.

Just months after completing the acquisition, we have already begun to leverage the strengths of each organization to support and enhance the other. We expanded the Aquarium's exhibits to include watershed-



focused content, including a new exhibit on California's wild salmon displayed at the Aquarium in November 2009. Moving forward, we plan on designating next November as Salmon Month and hosting SalmonAid 2010, a celebration that will bring together the scientific, environmental, fishing and Native American communities. The Bay Institute's new education program, SF-BEEP, has partnered with the Aquarium's education department to offer at-risk San Francisco high school students a marine science summer program that culminates with internships as Aquarium interpretive naturalists. Additionally, we continue to build new relationships with other nonprofits, businesses and government organizations to strengthen our efforts to protect the Bay.

The Bay Institute and Aquarium of the Bay have initiated a versatile, visible and sustainable partnership that will create positive change for the Bay, its watershed and the millions of people who treasure these iconic landscapes and vital ecosystems. The future holds immense promise and, with your help, we will continue to be a driving force for good stewardship of the largest estuary on the west coast of the Americas. Thank you for your continued support!

A handwritten signature in blue ink, appearing to read "John Frawley". The signature is fluid and cursive, written over a white background.

John Frawley
President and Chief Executive Officer



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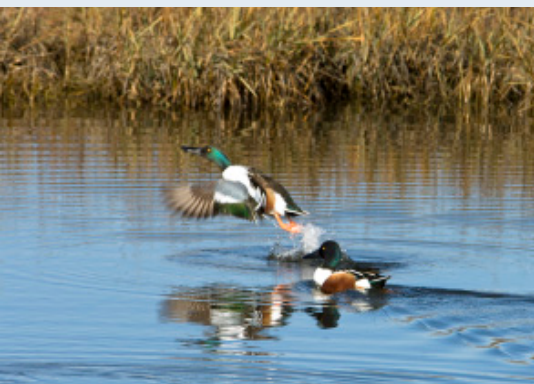
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PROGRAM HIGHLIGHTS

The foundational premise of The Bay Institute’s work is that San Francisco Bay and all of its watersheds, large and small, are a single integrated ecosystem. Protection, restoration and inspired stewardship of this vital environmental resource must cross geographic and disciplinary boundaries, address all of the diverse challenges facing the estuary and watershed, and engage all elements of society—government, scientists, conservationists, educators, students and communities—to work together.



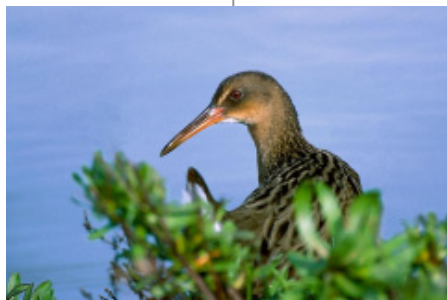


BAY RESTORATION

San Francisco Bay has lost more than 85% of its original tidal marshes, essential ecosystems that nourish the estuary and protect the Bay's shoreline from flooding and erosion. The Bay Institute's Bay Restoration Program builds public support and assembles partnerships of government agencies, funders, nonprofits and local communities for restoration of these lost Baylands.

Restoring 100,000 Acres of Bay Wetlands

Our goal—restoration of 100,000 acres of tidal marshlands around the Bay—is ambitious and achievable. These habitats are not only critical to the Bay's health, they will also be a powerful “green” approach for adapting to sea level rise and protecting the region's near-shore homes, businesses, and transportation corridors.



Throughout 2008 and 2009, we hosted meetings and tours for local, state and federal government officials to build support for federal legislation to designate San Francisco Bay as an estuary of national importance and authorize tens of millions of dollars for restoration annually. We worked with scientists and engineers to design, implement and evaluate restoration projects and, through education and outreach, we continued to raise public understanding of the vital benefits these wetlands provide to the estuary, local communities and the Bay Area.

BAY RESTORATION

Returning Skaggs Island to Tidal Marshland

Skaggs Islands, located in northern San Francisco Bay, was used by the U.S. Navy as a secret communications base from the 1940s until it was vacated in 1994. After the Navy's departure and clean-up, the expected transfer of the property to the U.S.

Fish and Wildlife Service for restoration as tidal wetlands was delayed for eight years by the federal administration. During that time, The Bay Institute traveled to Washington, D.C. along with colleagues in attempts to resolve the impasse.

Diplomatic assistance from Congresswoman Lynn Woolsey played a critical

role in the negotiations. As a result of these efforts, in September 2008, legislation was approved by Congress that required the Navy to negotiate transfer of 3,300 acres of this former tidal marshland to the Fish and Wildlife Service for creation of a preserve. Since the legislation was approved, we have continued to monitor negotiations between the Navy and the Fish and Wildlife Service and to work closely with Congresswoman Woolsey to ensure the project continues to move forward.

Developing a North Bay Water Recycling Program

Water recycling and reuse can provide important new sources of water for agriculture and habitat restoration, reducing needs for water diversion from rivers and streams.



Throughout 2008 and 2009, The Bay Institute was at the forefront of this issue, hosting tours and leading discussions to educate state legislators and staff about the importance of regional water use and of North Bay restoration opportunities. We also served as the community liaison for the water reuse oversight group and worked closely with the five North Bay sanitation agencies. As a result of this work, when President

Obama signed into law the Omnibus Public Lands Management Act in March 2009, it included support for development of Senator Feinstein's North Bay Water Reuse Program, a concept originally conceived by The Bay Institute and the Sonoma County Water Agency. The Act authorizes a 25% federal cost share to plan, design and build recycled

water projects in the North Bay, facilities that will provide new sources of clean water for agriculture and wetland restoration.

Protecting Coastal Ecosystems from Invasive Species

Introduction of new, exotic species to the Bay, which is already considered to be one of the most invaded estuaries on the world, is a serious threat to the ecosystem, fisheries and even local water systems.

Through our involvement with the California State Lands Commission Marine Invasive Species Program Advisory Panel, The Bay Institute worked to evaluate the progress of the Coastal Ecosystems Protection Act, legislation passed in 2006 that requires treatment of ballast water discharges from oceangoing vessels.





RIVERS AND DELTA

What happens upstream of the Bay is as critical to the health of the estuary as what happens along its shoreline. This is the cornerstone for The Bay Institute's Rivers and Delta Program, which works to bring good science to public policies relating to landscape-level ecosystem restoration, fresh water management, endangered species protection and water pollution.

Saving Endangered Species

In San Francisco Bay and its watershed, endangered species like delta smelt and Chinook salmon are both indicators of the environmental problems. The Bay Institute works to support a legal and societal motivation for ecosystem restoration and environmental management reform. The Bay Institute has been a leader in efforts to win and implement



protections for native Delta and Central Valley fish species at risk from water projects, land conversion,

toxic discharges, exotic organisms and other threats. In 2008 and 2009, using technical analyses, petitions and court testimony, our scientists designed and won significantly improved protections for Endangered Species Act-listed delta smelt, salmon and steelhead and secured new protections for longfin smelt under the California Endangered

RIVERS AND DELTA

Species Act. Both the underlying work and its result—the requirement to protect these fishery resources—supported The Bay Institute’s efforts to develop a long-term plan for the Delta and spur restoration of flows in the Bay’s tributary rivers.

Restoring the San Joaquin River

In March 2009, three years after the historic settlement of our 20-year legal battle to restore flow to the Bay’s second largest tributary, President Obama signed federal legislation authorizing restoration of the San Joaquin River. Later that year, the first interim flows were released from Friant Dam to provide important field data, recharge the depleted groundwater aquifer and prime the channel for larger flow releases scheduled for the following year. This event marked a major milestone for The Bay Institute’s San Joaquin River restoration initiative.



the Bay Institute organized a diverse environmental coalition to help shape findings to implement the “Delta Vision,” the task force report that was issued in October of 2008. In addition, The Bay Institute helped secure passage of the Sacramento-San Joaquin Delta Reform Act of 2009, the most important water policy

legislation in nearly 20 years. Among its many provisions, the Act established a new Delta Stewardship Council charged with issuing a master plan for land and water management; set aggressive urban conservation targets and directed the state to develop matching agricultural water conservation targets; and adopted a new

state policy of reducing water supply reliance on the Delta and promoting regional self-sufficiency through conservation, recycling, and reuse.

“Delta Vision” for Delta Reform

Momentum increased throughout 2008 and 2009 to develop a long-term plan for the Delta, the upstream region of the San Francisco Bay estuary formed by the confluence of the Sacramento and San Joaquin Rivers. Armed with co-equal goals for the Delta identified by the Governor’s Blue Ribbon Task Force—a healthy ecosystem and reliable water supply—



Improving Flows for Salmon on the Yuba River

In March of 2008, a complex and innovative agreement developed by The Bay Institute’s policy experts and water agencies to increase flows and improve habitat

conditions in the Yuba River was approved by the State Water Resources Control Board. The Yuba River watershed is home to one of the most important remaining Chinook salmon runs in the Central Valley and the Yuba River Accord may serve as a model for future agreements on other Bay tributary rivers.



WATERSHED EDUCATION

Experiential learning inspires lifelong action to conserve the Bay and its vital watershed. The flagship project of The Bay Institute's Watershed Education Program, Students and Teachers Restoring a Watershed (STRAW), has become a model for successful, place-based learning and effective community-based creek and wetland restoration.

Restoring Creeks and Reconnecting Communities

The Bay Institute's STRAW project brings together students, teachers, parents, volunteers and a diverse array of community partners to combine watershed education with habitat restoration. In 2008 and 2009, more than 3,500 students and hundreds of teachers, parents and volunteers planted more

than 4,600 trees, shrubs, sedges, and rushes along nearly two and half miles of creek bank. These efforts were supported and enhanced by our work with the



San Pablo Bay National Wildlife Refuge Native Plant Nursery, where we propagated native plants for use in future restoration sites, and through our partnerships with ranchers, park officials, Prunuske Chatham Inc., Marin County Stormwater Pollution Prevention Program, Marin Conservation Corps,

WATERSHED EDUCATION

City of Santa Rosa, Sonoma County Water Agency, Golden Gate National Recreation Area, Marin Open Space, and Marin Resource Conservation District. STRAW has been honored with numerous awards since its inception in 1992. In 2008, the project was the recipient the Marin American Indian Alliance “The Annual Focus On Turtle Island Award” and in 2009 STRAW was recognized by the Marin Board of Supervisors for reaching a milestone restoration of a total of 100,000 linear feet—nearly 20 miles—of creek banks.



to the award-winning program that now sustains a network of teachers, students and restoration specialists that plan, implement watershed studies and restoration projects throughout Marin, Sonoma, Napa and Solano counties. Produced and directed by Kevin White and David Donnenfield of Filmmakers Collaborative SF, the film was accepted into the Wild and Scenic Environmental Film Festival, and has been entered in numerous national and international film festivals for 2010.

Inspiring Teachers

To build and support STRAW’s network of teachers, The Bay Institute offers an annual interactive professional development workshop, Watershed Week. In 2008 and again in 2009, we engaged 70 to 100 teachers in science presentations and hands-on learning at a variety of sites around the Bay and Delta. The workshops encourage collaboration among our growing community of teachers, explore new methods of scientific inquiry and provide a forum for sharing ideas about integrating environmental fieldwork with classroom curricula.

A Reel Success

October 2009 saw the premier of “A Simple Question: The Story of STRAW,” a 35-minute documentary film chronicling the history of STRAW from its beginning as a classroom project



Marine Science Pilot Program

In 2009, The Bay Institute launched San Francisco Bay Estuary Education Project (SF-BEEP), a summer marine science program for at-risk San Francisco high school students. During the two-week pilot program, aimed at helping these young adults explore science-based career opportunities, students conducted scientific research at Farallones Marine Sanctuary Association Visitor Center to monitor water quality from the Bay and identify and analyze plankton specimens. This first year of SF-BEEP also marked the first education program collaboration between The Bay Institute and our new partner, Aquarium of the Bay. SF-BEEP was made possible by generous support from AT&T Foundation, and our ongoing partnerships with Gulf of the Farallones Marine Sanctuary, National Oceanic and Atmospheric Administration, and the San Francisco Unified School District.



AQUARIUM OF THE BAY

In June 2009, The Bay Institute's four-year campaign to acquire Aquarium of the Bay came to fruition. The Aquarium, now owned and operated through our affiliate, The Bay Institute Aquarium Foundation, is a world-class marine nature center whose exhibits are a window to the Bay's diverse and imperiled ecosystems. Each year, the Aquarium and its team of interpretive naturalists and educators hosts more than 500,000 visitors, and provides free education programs to thousands of Bay Area school children.

A Powerful New Partnership

The Bay Institute's acquisition of Aquarium of the Bay created a powerful new partnership that provides each organization with important and diverse opportunities to broaden the impact and profile of our programs and collaborations with other environmental and educational organizations. The Aquarium is now adopting a more comprehensive and activist



conservation mission for the west coast's largest estuary, increasing its ability to serve as an educational resource for local communities. The Bay Institute's scientific expertise, broad-based habitat restoration programs, and environmental advocacy will now have an additional platform with new exhibits, education and public outreach programs at the Aquarium.

The successful acquisition of the Aquarium was made possible by

AQUARIUM OF THE BAY

the generous support from our philanthropic partners, donors and supporters. Major funding came from the David and Lucile Packard Foundation, the Richard and Rhoda Goldman Fund, the Marin Community Foundation and the Dean Witter Foundation. Notable individual donors included Ruth and Ben Hammett, The Bay Institute's entire Board of Directors and many staff members. In addition, the campaign received support from colleague organizations, local and national political leaders, as well as pro bono services from Morrison & Foerster, Deloitte and Ogilvy Public Relations. The balance of the funding was raised through the issuance of tax-exempt revenue bonds backed by First National Bank of Central California, a unit of Pacific Capital Bank.

visitor education, community outreach and animal care. Within three months, we had 23 active volunteers who provided nearly 2000 hours of service. To invite and reintroduce Bay Area residents to the Aquarium, a series of "free days" will be offered to the residents of the nine Bay Area counties during the first three months of 2010.



Focus on Conservation

In October 2009, the Aquarium presented "SHARKtober," a month-long event celebrating the Bay's diverse shark species, helping to dispel myths about these misunderstood animals and highlighting the Aquarium's sevengill shark and Pacific angel shark conservation programs. In November, the Aquarium mounted

Exploring the Imperiled Estuary

Partnering with the National Oceanic and Atmospheric Administration, the Aquarium unveiled a new interactive exhibit focusing on marshes and mudflats of San Francisco Bay in June 2009.

The exhibit interprets two local National Estuarine Research Reserve System sites, China Camp State Park in Marin County and Rush Ranch in Solano County. With maps, animal artifacts and other tactile features, the exhibit highlights the importance of wetlands and their contribution to the overall health of San Francisco Bay.

its first exhibit linked directly to The Bay Institute's work. Posters and interpretation on the issues facing wild salmon was complemented by a map, created in partnership with SalmonAID and the Nature Conservancy, showing where people can go to see salmon in the wild.



Educating the Next Generation

During the second half of 2009, Aquarium of the Bay provided free education programs to thousands of students and teachers from the nine Bay Area counties. Specialized hands-on, inquiry-based classroom programs and guided tours led by the Aquarium's teachers and interpretive naturalists, focused on

Creating Community Connections

In August 2009, the Aquarium launched its first volunteer program, providing new opportunities for individuals to take an active role in the Aquarium's

a wide range of San Francisco Bay and watershed topics. We also took our educational outreach "on the road" with a two-week summer marine science camp program at the Randall Museum.

STATEMENT OF FINANCIAL POSITION

THE BAY INSTITUTE OF SAN FRANCISCO

STATEMENT OF FINANCIAL POSITION AS OF DECEMBER 31, 2009 AND 2008

ASSETS	2008	2009
Cash	1,159,996	1,059,856
Accounts receivable	1,006,109	963,281
Prepaid expense and other current assets	6,868	7,651
Property and equipment, net	8,290	363
Total Assets	2,181,263	2,031,151
LIABILITIES AND NET ASSETS	2008	2009
LIABILITIES		
Accounts payable and accrued expenses	302,895	208,014
Line of credit	150,000	200,000
Note payable	102,046	106,009
Total Assets	554,941	514,023
NET ASSETS		
Unrestricted	61,050	67,325
Temporarily restricted	1,565,272	1,449,803
Total Net Assets	1,626,322	1,517,128
TOTAL LIABILITIES AND NET ASSETS	2,181,263	2,031,151

THE BAY INSTITUTE AQUARIUM FOUNDATION

STATEMENT OF FINANCIAL POSITION FOR DECEMBER 31, 2009

ASSETS	2009
Cash	2,487,338
Accounts receivable	58,966
Prepaid expense and other current assets	299,115
Property, equipment, other non-current assets	9,453,854
Total Assets	12,299,273
LIABILITIES AND NET ASSETS	2009
LIABILITIES	
Accounts payable and accrued expenses	556,297
Note payable	10,500,000
Deferred income	47,605
Total Assets	11,056,297
NET ASSETS	
Unrestricted	1,195,371
Temporarily restricted	
Total Net Assets	1,195,371
TOTAL LIABILITIES AND NET ASSETS	12,251,668

THE BAY INSTITUTE & BAY INSTITUTE AQUARIUM FOUNDATION
 COMBINED STATEMENT OF FINANCIAL POSITION FOR DECEMBER 31, 2009

ASSETS

2009

Cash	3,547,194
Accounts receivable	1,022,247
Prepaid expense and other current assets	306,766
Property and equipment, net	9,454,217
Total Assets	14,330,424

LIABILITIES AND NET ASSETS

2009

LIABILITIES

Accounts payable and accrued expenses	764,311
Line of credit	200,000
Note payable	10,606,009
Deferred income	
Total Assets	11,570,320

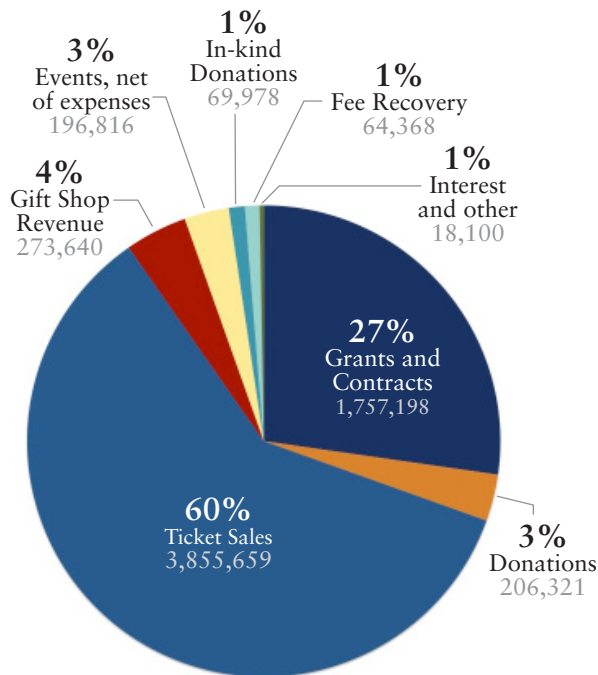
NET ASSETS

Unrestricted	1,262,696
Temporarily restricted	1,449,803
Total Net Assets	2,712,499

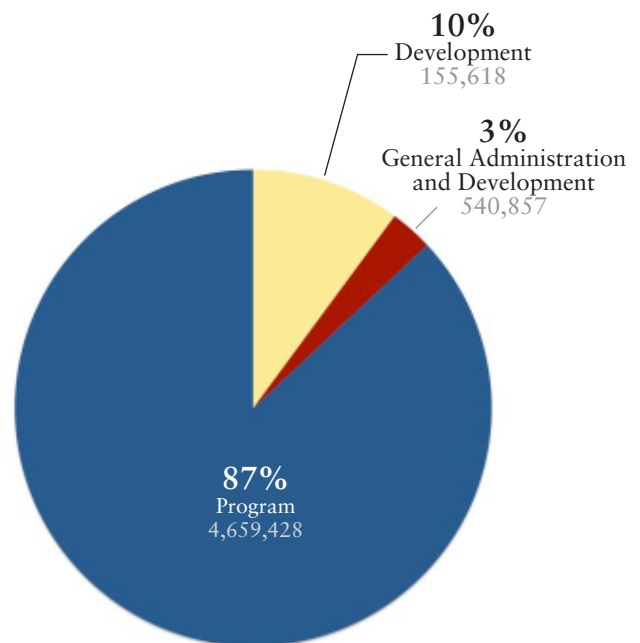
TOTAL LIABILITIES AND NET ASSETS

14,282,819

REVENUE 2009



EXPENSES 2009



2008 SPONSORS

FOUNDATIONS AND CORPORATE GIVING

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AT&T Foundation
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San Francisco Foundation
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GOVERNMENT AND CONSERVATION PARTNER FUNDING

Association of Bay Area
Governments (ABAG):
San Francisco
Estuary Partnership
CALFED Delta Regional Ecosystem
Restoration Implementation Plan,
through a subcontract with US
Geological Survey
CALFED Watershed Program,
through a subcontract with the
San Francisco Estuary
Partnership/ ABAG
CALFED Watershed Program,
through a subcontract with the
Sonoma Ecology Center

California State
Coastal Conservancy
California Striped Bass Association
California Wildlife
Conservation Board
Contra Costa Water District
Earthjustice (Salmon OCAP)
County of Marin
Marin County Fish and
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Marin County Stormwater
Pollution Prevention Program
Marin Resource
Conservation District
Natural Resources Defense Council
North Bay Watershed Association
North Bay Watershed Association,
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North Marin Water District
Point Reyes National Seashore,
National Park Service
Salmon Creek School
Sewerage Agency of Southern Marin
Sierra Club CA/NV/HI
Sonoma County Water Agency
State Water Resources
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URS Corporation, through a
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\$200 - \$499

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Sophomore Class


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