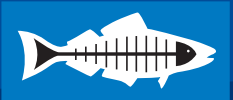
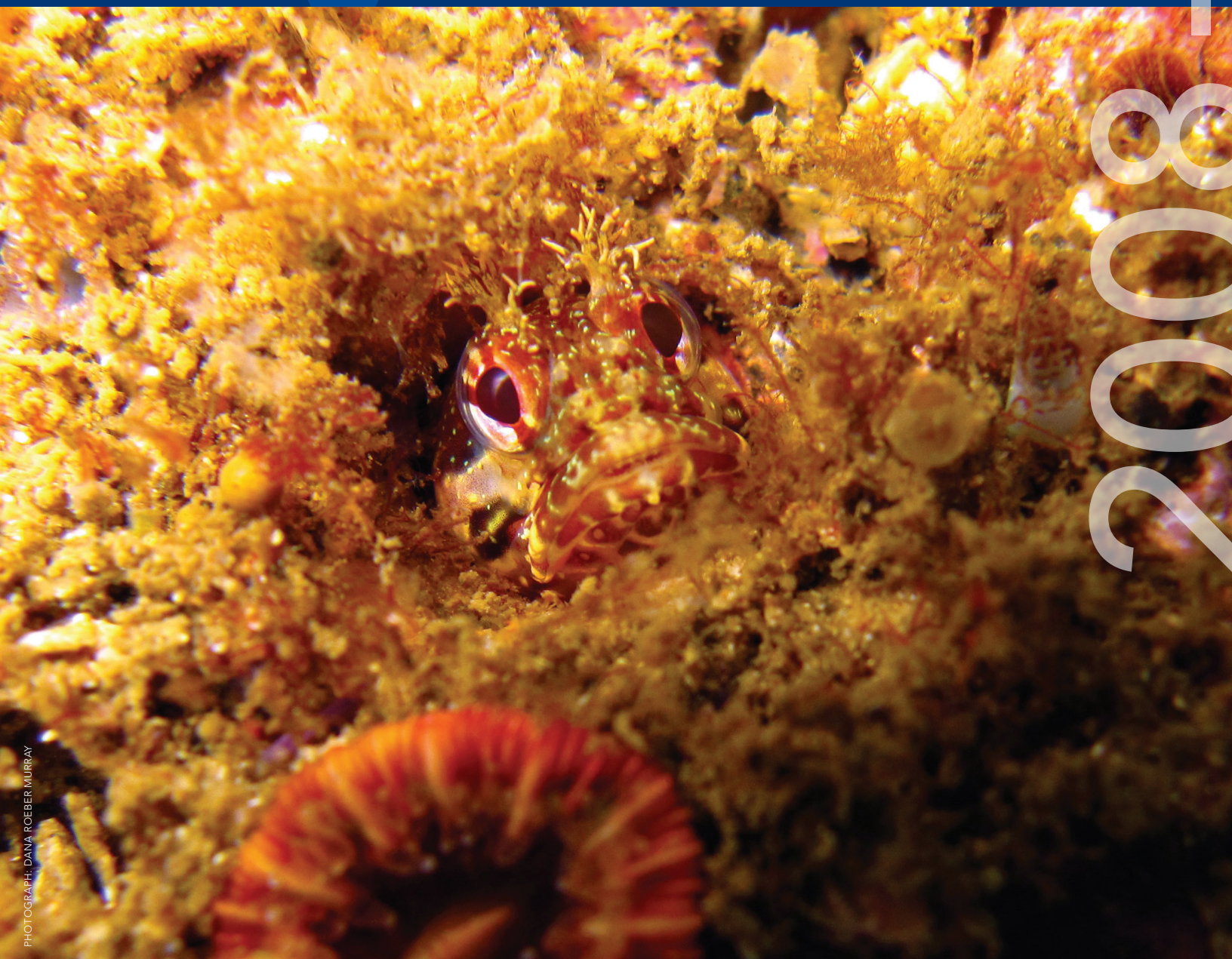


annual **DONORS REPORT**



Heal the Bay



from the board chairman

Dear Fellow Heal the Bay Member:

Thank you so much for your support of Heal the Bay during our last fiscal year. During these tough financial times, let it be a comfort to you that Heal the Bay is recognized for our fiscal responsibility. For the last five years, we have received the highest possible ranking from Charity Navigator.

Heal the Bay's fifth consecutive "4-Star" rating assures that your contribution will be used in the most responsible way possible to improve the quality of Southern California coastal waters and inland waterways. Only 5% of the 5,400 charities rated by Charity Navigator have earned the 4-star rating for five consecutive evaluations.

Programmatically, we've had a great year. Thanks to your support, we were able to reach thousands of Californians with our environmental education. With your help:

- During our annual Coastal Cleanup Day effort we brought out nearly 2,000 more volunteers than our previous fiscal year and collected 10,000 pounds more trash and recyclables over our previous fiscal year's haul - 185,651 pounds in all, all collected on one day!
- We held nearly 500 cleanups and educated thousands more attendees. Thanks to you, we were able to hold 32 more cleanups than our previous fiscal year.
- We conducted 150 field trips with our Key to the Sea program, reaching more than 7,000 students, 81% of whom are considered Title 1. Our Key to the Sea program offers free professional development workshops, classroom enrichment and hands-on activities including a field trip to the beach.
- We brought 77,000 people into our Santa Monica Pier Aquarium to see up close the marine life right off our coast and inspire stewardship of our local ecosystem.

As your Chairman, I can assure you that our staff is hard working, talented, focused and absolutely dedicated to our mission -- to make Southern California coastal waters and watersheds safe, healthy and clean for people and marine life.

Our financial picture is strong and we receive funding from various sources, but the largest single source of funding is **directly from individuals and families like you**, and we count on you for your continued support to run our many programs. Without your membership and donations, programs like our Speakers Bureau and Heal the Bay Ambassadors that reach and educate thousands annually simply wouldn't exist. Ultimately, without your support, we couldn't continue to battle the massive problem of marine debris in our ocean.

I hope that you will become even more involved with Heal the Bay this coming year. Visit the Santa Monica Pier Aquarium, go to a beach cleanup or help with some of our legislative initiatives.

Thank you for your support. Enjoy your ocean!



A handwritten signature in black ink that reads "Matthew Hart".

Matthew Hart, Chairman of the Board

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The following list represents gifts made during our fiscal year of October 1, 2008 through September 30, 2009

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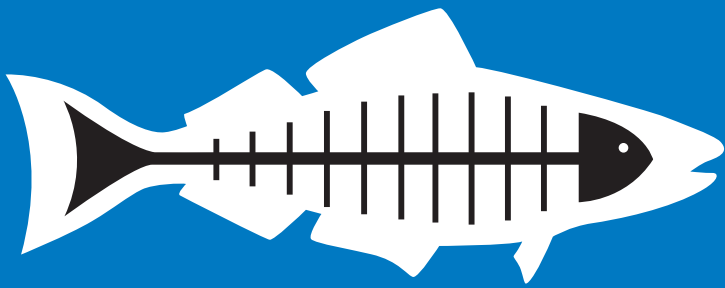
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Heal the Bay is a nonprofit environmental organization dedicated to making Southern California coastal waters and watersheds, including Santa Monica Bay, safe, healthy and clean. We use science, education, community action and advocacy to pursue our mission. The following is a look back at some of our most significant accomplishments for 2009:



SCIENCE

Marine Protected Areas:

The process to establish marine protected areas (MPAs), moved to Southern California in 2009. As members of the Regional Stakeholder Group, Heal the Bay helped negotiate a map of MPAs that protected key areas of habitat in Southern California. We also completed an opinion survey on pier anglers' knowledge and concerns about MPAs to inform the process. In November, the state's Blue Ribbon Task Force (BRTF) recommended an MPA network that included strong conservation areas for Point Dume, Santa Barbara and Laguna Beach.

Ramirez Creek Source Identification Study:

This past year, Heal the Bay, the Southern California Coastal Waters Resource Project (SCCWRP) and Los Angeles County continued the study of Ramirez Creek to determine what is polluting the creek and nearby Paradise Cove. Study results to date have demonstrated that fecal bacteria densities have dropped significantly since the start of the study three years ago, which is great news. In 2009, the highest bacteria densities were found between Pacific Coast Highway and the surf, as opposed to sources further upstream in the watershed, narrowing the potential sources. In further good news for Paradise Cove, the Mobile Home Park finally has a new sewer and sewage treatment plant.

Beach Report Card®:

Heal the Bay has updated its online Beach Report Card. Users now have the ability to report an environmental issue or comment on observations made at the beach via a new feedback tab, as well as subscribe to news alerts and/or grade updates for any beach. Heal the Bay is proud to be expanding our Beach Report Card program soon, to now reach not only California, but also Oregon and Washington.

Malibu Epidemiology Study:

Partnering with UC Berkeley, SCCWRP and the Orange County Sanitation Districts, the Malibu study is similar to recent studies completed at Doheny Beach and Avalon, and examined the connections between high bacteria levels and pathogens at the beach, and illness in swimmers. The results of the Doheny study should come out soon, with Avalon and Surfrider to follow shortly thereafter.

EDUCATION

Angler Outreach Program:

Our angler outreach program, which sends its diverse and highly educated staff out to local piers and fishing grounds to talk about the dangers of eating contaminated fish, won two prestigious EPA awards this past year: the EPA Citizen Excellence in Community Involvement Award and the National Environmental Justice Award. These national awards were given to the outreach team and other project partners for their work on the dangers of eating specific species of fish caught between Santa Monica Pier and Seal Beach, and educating anglers on the DDT-PCB hot spot in Palos Verdes. To date, the program has educated over 80,000 pier anglers on the health risks of eating contaminated fish.

Santa Monica Pier Aquarium:

Last year, 77,000 people visited the Santa Monica Pier Aquarium, and we taught approximately 400 field trip education programs. Beginning in the spring of 2009, teachers bringing students to the Aquarium all receive our newly developed pre- and post-visit curriculum packets. Importantly, all of the curricula meet California Science Standards, aligning with what students are already learning in the classroom. In February, traffic to the Santa Monica Pier Aquarium's website increased by more than 800% following the breaking news around a small two-spotted octopus that



wreaked havoc on the Aquarium by moving a valve in her exhibit, flooding the marine education center and causing an estimated \$25,000 in damage. Her story was picked up by news networks and newspapers worldwide. We also installed two new exhibits: an Intertidal Surge Exhibit that replicates tidal surges along the rocky shore habitat; and a Marine Protected Area (MPA) Exhibit that provides visitors with information on the importance MPAs.

Key to the Sea:

Our landmark K-5 education program, Key to the Sea, brought almost 150 field trips to our four partner aquaria throughout Los Angeles this year. By conducting teacher workshops for the 375 teachers who attended these field trips, and providing pre and post curricula, we helped ensure that the field trip lessons were reinforced in student classrooms. Of the 7,200 students who participated in Key to the Sea this year, 5,800 of them were from Title 1 schools, or schools in lower-income areas.

COMMUNITY ACTION

Healthy Neighborhoods, Healthy Environment Initiative:

As Heal the Bay continues to work in the Compton Creek watershed, we are seeing more and more clearly the need for community support for environmental issues. This past year, we began the Healthy Communities, Healthy Environment Initiative, which works to empower local people to tackle the environmental problems in their own communities. We held our first bilingual "Inland Volunteer Orientation" at St. Michael's Church in South Los Angeles. Attendees came from South Los Angeles, Malibu, Redondo Beach and other areas.

Heal the Bay Ambassadors:

For years, we have asked our volunteers to "table" or go to community events, festivals and fairs to spread the word about our issues. We host our Ambassador Trainings with the goal to continue

growing this program and create a recruitment process for new volunteers.

ADVOCACY

Low Impact Development Ordinance:

In 2009, Heal the Bay worked with the city of Los Angeles on a low impact development (LID) ordinance that would reduce polluted runoff from all new development and significant redevelopment. The LID ordinance would require all new development to capture and use or infiltrate on-site 100% of the runoff generated from a three quarter inch storm. This ordinance would lead to greener communities, reduced stormwater pollution and enhanced groundwater infiltration. We also worked with Venture County and the Regional Water Board on a stormwater permit with similar LID requirements.

Santa Monica Pier Water Quality:

Over the past few years, the Santa Monica Pier has repeatedly scored bad grades on our Beach Report Card. In 2009, in large part because of Heal the Bay's persistence and Measure V stormwater pollution abatement funds, the city constructed a new storm drain under the pier that will more effectively divert contaminated runoff to the Santa Monica Urban Runoff Reclamation Facility to be cleaned and reused or released to the Bay. Pier improvements were completed this spring and water quality by the Pier has improved from being one of the worst spots in the state to having A and B Beach Report Card grades.

Marine Debris Regulation:

Heal the Bay continued our leadership on the growing marine debris crisis. Working with Assemblyperson Julia Brownley, new legislation was crafted to ban single use plastic bags statewide. Although the Senate failed to pass the bill, Heal the Bay educated hundreds of thousands of people through this effort.

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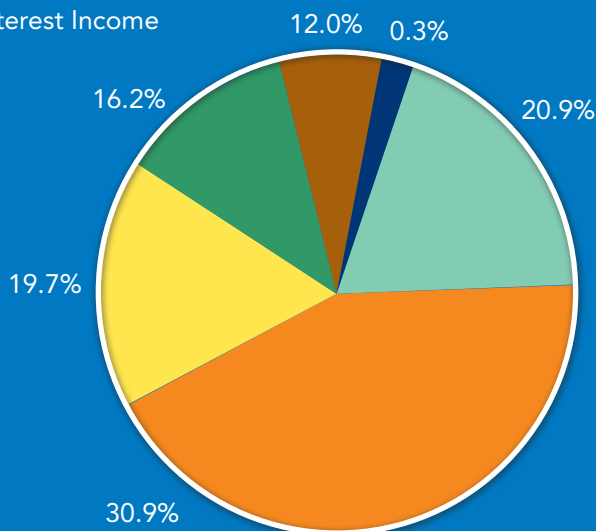
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John Willis
Mary Winter
Karen & Jeffrey Wolfe

Statement of Activities




October 1, 2008 — September 30, 2009

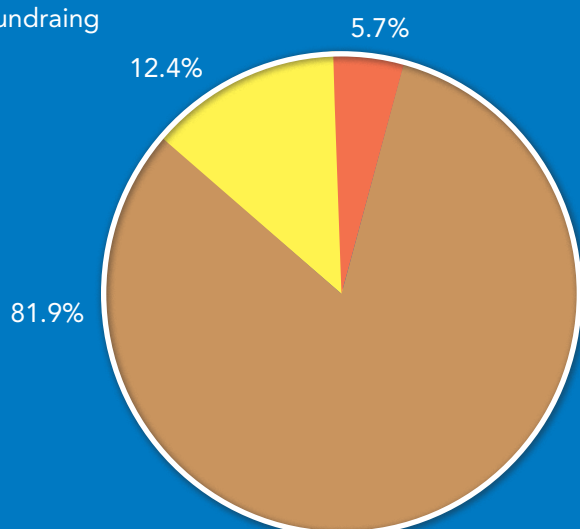
Total Revenue-\$5,361,133

-  Corporate & Foundation Grants
-  Direct Public Support
-  Federal, State & Local Grants
-  In-Kind Revenue
-  Special Events
-  Interest Income



Total Expenses-\$5,523,901

-  Program Services
-  Management & General
-  Fundraising



Heal the Bay's financial information is audited by Green Hasson & Janks. A complete and audited statement is available by written request to Heal the Bay. Heal the Bay is a 501(c)(3) non-profit organization and contributions are tax-deductible to the full extent of the law.

BOARD OF DIRECTORS

Chairman: Matthew J. Hart

Immediate Past Chairman: Carl Kravetz

First Chair: Stephanie Medina Rodriguez

Chairs: Todd Flora, Barry Gribbon, Brian O'Malley, Craig Perkins, Luann Laval Williams

Secretary: Jorge Delgado

Treasurer: Don Kinsey

Founding President: Dorothy Green

President: Mark Gold

Board Members: Peter Abraham, Mark Attanasio, Hatef Behnia, Lisa Boyle, Samuel Culbert, Robert Davenport, Rabbi Allen I. Freehling, Cliff Gladstein, Susan Grossinger, Sofie Howard, Jean Kaplan, Richard Katz, Adi Liberman, Julia Louis-Dreyfus, Suja Lowenthal, Ted Miller, H. David Nahai, John Perenchio, Craig Perkins, Russ Pillar, Michael Segal, Erin Selleck, Amy Smart, Shane Smith, Paul Stimpfl, John J. Strauss, Thomas Unterman, Lavetta Willis, Richard Yelland, Scott Zolke

BOARD OF GOVERNORS

George Akers, Jeff Ayeroff, Michael Caggiano, Ph. D., Laurie Coots, Don Corsini, Paula Daniels, Dr. Sylvia Earle, Brad Hall, Gale Anne Hurd, Dr. Aliza Lifshitz, Felicia Marcus, Kelly Meyer, Fran Pavley, Tony Pritzker, Bob Talbot, Art Torres, Antonio Villaraigosa, Bob Williams

Board of Director Adi Liberman serves as Board of Governors' Chair

CURRENT HEAL THE BAY STAFF

President: Mark Gold, D.Env.

Executive Director: Karin Hall

Associate Director: Alix Hobbs

Angler Outreach Coordinator: Frankie Orrala

Angler Outreach Team: José Carrera, Halima Dominguez, Maria Joaquin, Maria Larsen, Boun Prasert, Diana Ramirez, Benmin Sun

Beach Programs Manager: Eveline Bravo

Communications Director: Matthew King

Communications Manager: Jessica Belsky

Constituent Development Manager: Natalie Burdick

Data Manager: Lee Myers

Development Manager: Smrithi Narayan

Digital Content Assistant: Cayla McCrae

Director of Coastal Resources: Sarah Abramson Sikich, M.E.S.M

Director of Development: John Seiber

Director of Information Services: Peter Tatikian

Director of Water Quality: Kirsten James, M.E.S.M

Education Manager: Catie Boarts

Beach Report Card Manager: Michael Grimmer

Executive Assistants: Kathleen Cahill, Sylvie Makara

Foundation Grants Manager: Sheila McSherry

Manager, Healthy Neighborhoods, Healthy Environment Initiative: James Alamillo

Organizer, Spanish Communications; Healthy Neighborhoods,

Healthy Environment Initiative: Reg Mata

Information Services Assistant: José Carrera

Marketing Specialist: Hallie Jones

New Media Manager: Tom Fleming

Programs Director: Meredith McCarthy

Public Education Coordinator: Emily Pratt, M.Ed.

Receptionist: Gabriele Morgan

Restoration and Monitoring Specialist: Kevin Jontz

Secondary Education Manager: Edward Murphy

Speakers Bureau Manager: Melissa Aguayo

Staff Scientists: Amanda Griesbach, M.S., Susie Santilena, M.S., E.I.T., Dana Roeber Murrey, M.E.S.M.

Volunteer and Intern Coordinator: Saira Gandhi

SANTA MONICA PIER AQUARIUM STAFF

Aquarium Director: Vicki Wawerchak

Senior Aquarist: José Bacallao

Aquarist: Seth Lawrence

Aquarium Education Manager: Tara Treiber

Education Specialists: Nick Fash, Aaron Kind

Public Outreach Specialist: Randi Parent

Public Education Coordinator: Amber Maron

Public Programs Assistant: Lazaro Serrano

Public Programs Manager: Tara Crow

Volunteer Manager and Public Educator: Wyatt Miller



Heal the Bay

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Santa Monica, CA 90401
800 HEAL THE BAY 310.451.1500

www.healthebay.org