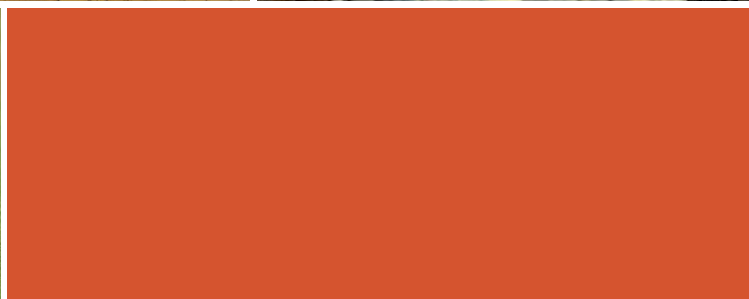
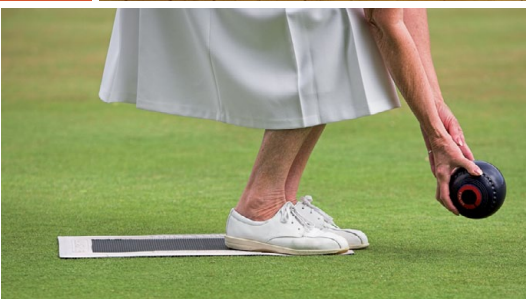




Annual Report

2009-10

One
Step
Lives
Change



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About the Foundation

Established in 2002 by the Bennelong Group, the Bennelong Foundation aims to enhance community wellbeing and provide opportunities for positive and lasting change in our community. The Foundation also aims to provide opportunities for employees within the Bennelong Group to personally get involved in the activities of the organisations it supports.

Since inception, the Bennelong Foundation has made a wide variety of grants totaling over \$4.8 million. These grants have ranged from very small amounts of several hundred dollars to several hundred thousand dollars.

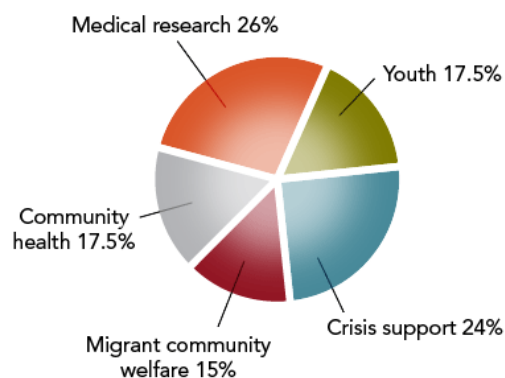
The activities of the Foundation are overseen by an independent Board made up of the following individuals:

- **Jeff Chapman**, Chairman;
- **Chris Cunningham**, Non-Executive Director;
- **Malcolm Gray**, Non-Executive Director;
- **Peter Polson**, Non-Executive Director;
- **Carena Shankar**, Non-Executive Director;
- **Hon. Phil Honeywood**, Adviser;
- **Dr Bruce Reid**, Adviser; and
- **Susan Frances**, General Manager.

The Foundation also has a Youth Committee who specifically consider smaller grants, with a particular focus on issues impacting young Australians.

Areas of focus

To help guide the distribution of grants to worthwhile charities, the Foundation has identified five key areas of focus. The following table shows the allocation of grants since the Foundation's inception in 2002.



While the Bennelong Group owns and manages significant businesses globally, it also measures its success through contributing to positive and lasting change in the wider community via the Bennelong Foundation.



Funding principles

Whilst the Foundation has a number of areas of interest, generally it looks to support causes, organisations and projects that possess the following principles and/or criteria:

- **innovation and proactivity:** we seek to support programmes that respond to an identified area of need in the community that are presently not being addressed, or that take a new approach to problem solving. Ideally, such programmes, if successful, should be able to be replicated in other locations or contexts;
- **change not charity:** a focus on prevention is one of our main criteria. We endeavour to fund projects that address the causes of problems, rather than treat the symptoms;
- **longevity and sustainability:** we support projects and programmes that will continue to have an impact over the long term and beyond our period of support. We also encourage programmes that are able to become financially self-sustaining;
- **project-based and goal-orientated:** the programmes that we choose to fund must have strong and identifiable outcomes and key performance indicators over both the short and long term;
- **partnerships:** to maximise the impact of our grants, we look towards organisations that are able to combine our funding with other sources. The ability to leverage financial support from other trusts, foundations, governments, businesses and volunteers is seen as an important criteria;
- **administration:** we look to make grants to organisations that have low administration costs and solid and proven administrative backing. Organisations with a strong volunteer programme are also highly regarded;
- **low government or institutional support:** our preference is to assist organisations that receive little or no government funding and are not currently the benefactor of substantial philanthropic support; and
- **Bennelong Foundation involvement:** we try to support organisations that have the capacity to allow our staff to become involved in their organisation/ projects, should they choose.

Exclusions

- areas considered a direct responsibility of governments;
- general fundraising projects or appeals;
- travel, study or conferences (unless incidental to a project being funded);
- individuals;
- other foundations, trusts and philanthropic organisations to fund their general objectives;
- general maintenance or overhead expenses (unless part of a specific project);
- applications with a religious, political or sectarian purpose; and
- funding deficiencies.



Chairman's report

for the year ended 30 June 2010

In October 2009, the new Private Ancillary Fund (PAF) regulatory regime came into effect replacing the Prescribed Private Fund rules. After significant consultation with the philanthropic sector, it was pleasing that the PAF regime recognised the contribution of private philanthropy and continues to provide a framework for foundations like the Bennelong Foundation to enhance community wellbeing.

The 2010 financial year was another rewarding year for those involved with the Bennelong Foundation as we focused our grant giving in areas of youth, crisis support and migrant community welfare. We received a record level of applications during the year and provided grants to 25 organisations. Our grant making principles and guidelines, together with our governance structure, continue to provide an excellent framework for our grant giving selection process.

During the 2009 financial year, we reached agreement with one of our long term international partners, Dubai Duty Free, for our respective Foundations to co-fund projects during 2010. In a joint decision by the Boards of this innovative partnership, the Ponting Foundation, Family Life and the Victorian Arabic Social Services have all been selected as grant recipients for the next three years.

The Youth Committee continued to make a significant contribution to the growth of the Bennelong Foundation throughout the 2010 financial year. In addition to its focus on 'grass roots' grants, its efforts in promoting participation in philanthropic activities to the wider Bennelong Group workforce continues to complement our grant giving activities. Our in-kind support and Make a Difference Days continue to be well attended by Bennelong staff, with the Cottage by the Sea surf day and Mirabel Luna Park day a highlight for all of those that participated.

Looking forward, the Foundation is excited to be involved with several significant community projects which will come to fruition over the next 12 months. As we look for additional ways in which we can enhance community wellbeing, these projects will seek to build awareness of specific issues and raise much needed funds through mass participation.

Our visit days, attended by Directors and Advisers to the Board, continue to provide a valuable insight into the tireless efforts of our grant recipients and I would like to express my appreciation to the recipients for their dedication and hard work. I would also like to thank my fellow Directors and Advisers to the Board for their guidance, time and effort and also to the Youth Committee, Susan Frances and Phil Henty for their contributions throughout the year.

Finally, I would like to thank the employees of the Bennelong Group for generating the growth and earnings to provide the funding base for the Foundation now and into the future.



Jeff Chapman
Chairman

General Manager's report

for the year ended 30 June 2010

The last 12 months have been an extremely busy and exciting time for Bennelong Foundation. The Board of Trustees decided that in this financial year the Foundation should focus on youth (in particular education and training), crisis support and migrant community welfare and, in the majority of cases, cap the grant amount at \$25,000.

Approved grants

For our November 2009 grant round we received an unprecedented amount of applications – over 110 in total and 75% of these were unsolicited. Another 40 applications were received for the April 2010 round. The majority of these applications were for crisis support which indicated to us the need in the community and the lack of funding available in the philanthropic sector.

Eleven new grants were approved by the Board of Trustees in the 2009/2010 financial year totalling \$209,000, primarily in the areas of youth, education and crisis support. Ten continued funding applications were also approved by the Trustees for ongoing projects supported by Bennelong Foundation and they totalled \$288,750. With the balance of four grants from the previous financial year totalling \$104,000 being paid out in 2009/2010, the total amount of grants came to \$657,750.

Joint grants increase impact of Foundation grants

Following discussions between Bennelong Group's Chairman, Jeff Chapman and the Managing Director of one of our long term business partners, Colm McLaughlin of Dubai Duty Free, it was agreed to present to the Boards of Bennelong Foundation and Dubai Duty Free Foundation a co-partnering arrangement to jointly provide grants to nominated organisations in Australia.

In a unique and innovative partnership, the Boards of Dubai Duty Free Foundation and Bennelong Foundation each approved grants of \$25,000 per year for the next three years, to each of the following projects (a total of \$225,000):

The Ponting Foundation

– Exceptional Needs Assistance Programme

(The combined Bennelong Foundation/Dubai Duty Free Foundation grant of \$50,000 per annum for the next three years was matched by the Ponting Foundation, making it a \$100,000 per year grant.)

The Ponting Foundation was established in 2008 by Ricky and Rianna Ponting to raise money for children with cancer and their families. The Foundation is dedicated to doing everything possible to improve the lives of children with cancer, providing for a wide range of essential services that comfort and nurture the child, while providing emotional support and financial assistance to their family. This grant will fund the establishment of an Exceptional Needs Assistance programme, with monies being used to provide financial assistance to families facing exceptional levels of need during the active treatment, palliative care or early bereavement phase of their cancer experience.

Family Life – YouthWorx Project

Family Life's vision is to enable children to thrive within strong families who are supported by capable and caring communities. Family Life works to prevent family breakdown and promote wellbeing across generations by providing counselling and support services for families, children and young people, in particular, those who are most vulnerable. They work with government, business and the community to develop networks of support for promoting social change and wellbeing. In particular, Family Life focuses on developing holistic initiatives which facilitate sustainable change to improve the life-course of children, young people and adults; assisting them to become engaged and responsible citizens.

This project assists Family Life's successful model of helping vulnerable young people to become active, engaged and participating citizens and to cover unfunded operational costs in order to replicate their sustainable social enterprise model, in the urban renewal suburb of Chelsea. Where possible, participants are encouraged to return to study or become employed.

Victorian Arabic Social Services (VASS)

– Anti-Racism Action Band (ARAB)

VASS is a peak organisation that represents and addresses issues and concerns of Arabic speaking background communities in Victoria. This grant is for ARAB, a unique, high energy, youth performing arts programme based in Melbourne's northern region. Recognising that racism and gang culture amongst disadvantaged youth is also fuelled by low self esteem and lack of creative outlets, the VASS ARAB programme is open to youth from any culture. It currently works with over 200 young people from 50 different cultural backgrounds aged between 12 to 25.



In this financial year, the Foundation focused on youth, crisis support and migrant community welfare.



General Manager's report

At the time the grants were made, Jeff Chapman said the Board were thrilled about the opportunity to join with the Dubai Duty Free Foundation to support Australian charities, particularly at a time when demand for such support is increasing. Jeff also stated:

“ Given the Bennelong Group's commercial links with Dubai, it was a great opportunity to increase the impact of our grants and join with the Dubai Duty Free Foundation. ”

Colm McLaughlin, Managing Director of Dubai Duty Free, said:

“ The Dubai Duty Free Foundation was established several years ago with the aim of supporting needy causes, particularly those relating to children. We are happy to team up with the Bennelong Foundation in order to support these three charities in Australia and congratulate Jeff Chapman on this initiative. ”

Youth Committee supports grassroots organisations

In October 2007, a sub-committee of the Board of Trustees was formed and a group of younger staff from the different business units of the Bennelong Group were invited to participate. Their brief was to work with a budget of \$100,000 per financial year, and to consider grants of between \$500-\$20,000 for projects they identify and research, with assistance from myself. Applications would then be submitted for Board approval at the two rounds of funding per year in April and November.

The Youth Committee's objectives are to:

- focus on grassroots organisations;
- focus on youth and youth related areas;
- seek out views from staff in their business units on organisations to research and support;
- build strong ties between staff in the various business units and Bennelong Foundation;
- actively participate in Make a Difference Days and in-kind support such as clothing drives to Fitted to Work.

Nick Chapman, Chairman of the Youth Committee, and the Youth Committee members have made a significant contribution to the success of the Bennelong Foundation during 2010.

Staff involvement is key

Bennelong Foundation encourages the staff of the Bennelong Group of companies to be involved in its activities and we always receive enthusiastic support for our lunches, Make a Difference Days and in-kind support projects such as the following:

- visit days to organisations we support including the Alfred Hospital, Open Family and Ardoch Youth Foundation;
- lunches at Bennelong House where representatives from Ganbina, Cottage by the Sea, Western Chances and the Sudanese Australian Integrated Learning Programme have spoken to staff about the projects Bennelong Foundation is funding and opportunities for volunteering;
- two Make a Difference Days were held where Bennelong Group staff are given a day out of the office to volunteer to organisations we support:
 - **Cottage by the Sea**
a Celebrity Surf Day was held at Point Lonsdale for children from a school in the bushfire affected area near Bendigo. Staff from Sportsbrand Media Group, Crown Content, Bennelong Funds Management and Bennelong head office participated in activities for the children such as surfing and beach cricket.
 - **Mirabel Foundation**
on January 14th, a day at Luna Park was held for 94 children, aged from 8 to 16, who have been orphaned or abandoned due to parental drug abuse. Twelve Bennelong Group staff assisted by going on rides with the kids, preparing lunches and ensuring everyone had a good time. We had some new volunteers this year who loved the experience and want to be involved in the future.
- the Foundation hosted a Taste of Harmony lunch in the Bennelong Board Room to celebrate Harmony Day on March 17th. The continuing message of Harmony Day is 'Everyone Belongs' – it's about community participation, inclusiveness, respect and a sense of belonging for everyone. Staff were encouraged to attend and bring along a dish that represented their cultural heritage to share with their work mates. We plan to make this an annual event.

Bennelong Foundation not only provides financial assistance in the form of grants for projects to organisations, we also offer in-kind support such as work experience in our different business units, discounts for publications through Crown Content and production of DVD's through Sportsbrand Media Group.

One of the organisations we have been supporting for some time is Ganbina in Shepparton with the Jobs4U2 project. Every year we bring the leadership group of Year 10 indigenous students to Melbourne for a visit day. This year it was held on June 29th. Darlene White of the Youth Committee and I met with seven participants of the leadership group, their two chaperones and the CEO of Ganbina, Adrian Appo, for visits to Swinburne University, Sportsbrand Media Group and Parliament House.

The Foundation also likes to involve businesses with which the broader Bennelong Group works. Recently, Deloitte Private contacted us for suggestions on charities for their staff Impact Day. We recommended Mirabel Foundation and the Asylum Seeker Resource Centre.

In November, staff from Deloitte Private attended a day volunteering to these very worthwhile organisations. Both Mirabel Foundation and Asylum Seeker Resource Centre are very appreciative of any volunteer support and are grateful for Deloitte Private's contribution.

I would like to thank the staff of the organisations we provide grants to for their hard work and dedication; the staff of Bennelong's group of companies for their support and enthusiasm for the Foundation and their willingness to participate in all the Foundation's activities; the Youth Committee and the Chairman and Board of Trustees for their guidance and direction. I look forward to another exciting and productive year in 2011.



Susan Frances
General Manager



“ I enjoyed the day tremendously. I had never really done any charity or volunteer work before, so I approached the day with some trepidation. However, any concerns I may have had evaporated when I met the Mirabel staff and later, the kids themselves. The Mirabel staff amazed me with their energy and enthusiasm, which they kept up all day long. The kids were simply great, full of mischief but also full of fun. It was hugely rewarding and I look forward to similar experiences in the future. ”

Andrew Fitt, Bennelong Property Funds Management

Bennelong Foundation

Youth Committee's report

The Bennelong Foundation Youth Committee (BFYC) meets on the first Monday of each month. The committee has, in its second year, developed its structure increasing its sitting members to six consisting of the following:

- Susan Frances (Bennelong Foundation);
- Jay Doherty (Bennelong Group);
- Kelly Chapman (Family Board);
- Darlene White (Bennelong Funds Management);
- Leanne Sullivan (Crown Content); and
- Nick Chapman (Sportsbrand Media Group).

The committee has continued to refine its activities and ambit and in particular the BFYC has seen significant development in three core areas.

1. Smaller Grants Focus

The charter of the BFYC since inception has been to focus on the smaller 'grassroots' styled grants of the philanthropic arm of the group. In 2010, the committee has refined this ambit to focus on areas of support that were considered underrepresented. In particular, these areas are homelessness, youth issues, indigenous and disadvantaged support.

A stronger focus on these areas has led to an increased awareness of the core issues in the segments that the committee wished to assist and furthermore an increased ability to ensure the most effective direction of funds.

2. In-kind Support

As a significant linchpin between the Foundation, the charities we support and the Bennelong business units, the committee also champions the in-kind support and active participation elements of the Foundation. In this sense, the BFYC offers all staff members the opportunity to engage, in a meaningful way, with the broader sectors of the community in need. Whether via the group-wide collection and donation of goods or the execution of Make A Difference Days (MADD), the BFYC continues to strive to provide all staff within the Bennelong Group with a consistent framework through which each member has an opportunity to participate in philanthropic activities on an individual or group basis.

3. Group-wide Philanthropic Facilitation

Applications to the BFYC often come from the organisations themselves or through the research and knowledge of a BFYC member. The BFYC places a significant emphasis on internally supported

applications and organisations. As a voice for the group's staff, the committee is privileged to increasingly receive applications derived from an emotional, physical or direct link with a staff or family member of the wider group. Whilst there remains countless worthy causes and charities to support, a charity or cause with a connection to the staff of the Bennelong Group ensures the Foundation not only has a positive impact in the community but, moreover, has a significant and meaningful impact in the communities of the group's staff.

Over its short life span, the BFYC is proud to have seen the following groups supported through direct applications to the committee and/or in-kind or participation support:

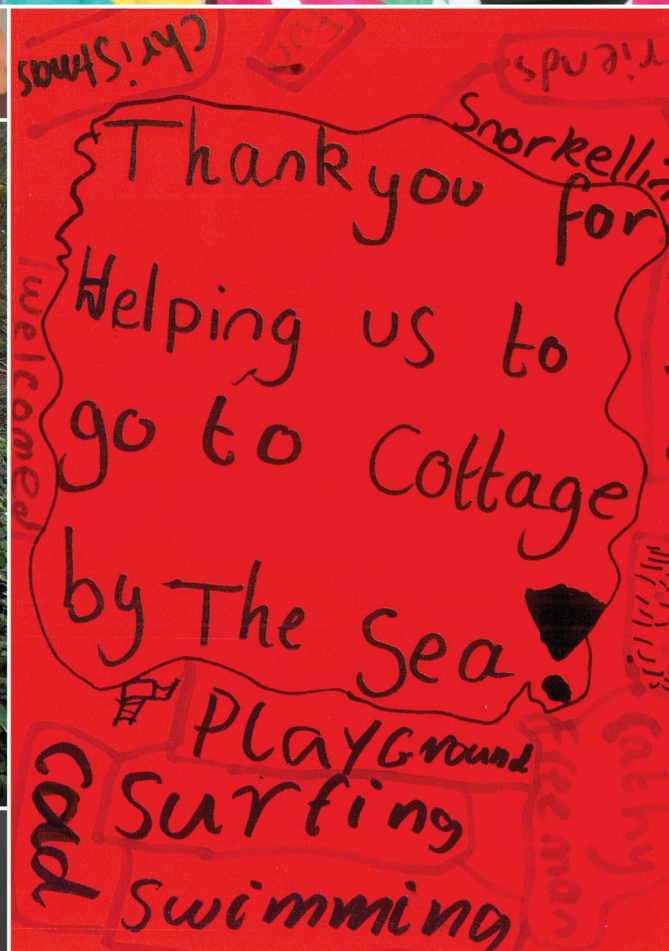
- **The Butterfly Foundation** – in-kind support with representation on an advisory board and Sportsbrand's assistance with the production of a DVD;
- **Cottage by the Sea** – participation in a Make a Difference Day in December 2009 for the Aquatic Camp for children affected by the bushfires;
- **Breast Cancer Network Australia** – a grant of \$12,039 for a CD to assist partners of people diagnosed with breast cancer as part of the My Journey kit;
- **The Ardoch Youth Foundation** – a grant of \$10,000 for an early childhood support project at the high-rise housing commission flats in South Melbourne;
- **Humpty Dumpty Foundation** – a grant of \$6,000 for a Newborn Emergency Transport Service Good Egg Pack for the Tamworth Hospital; and
- **Wintringham** – a grant of \$20,000 per year for three years to purchase a wheelchair accessible bus to be used by the elderly residents of the Ron Comm Nursing Home – previously homeless.

On behalf of the BFYC, I thank all staff and family of the Bennelong Group, the tireless charities we support and the members of the committee. I look forward to a challenging financial year accented by continued investment in the future of the communities in which our business units operate.

Regards,



Nick Chapman
Chairman – Bennelong Foundation Committee



A Celebrity Surf Day was held at Point Lonsdale for children from a school in the bushfire affected area near Bendigo.

Charities in focus

New grants approved in the 2009/2010 financial year

Concern Australia (CA)

\$10,000 for LiveWires (a youth committee application)

CA's purpose is to "transform lives" by providing support and advocacy for disadvantaged groups in the community, in particular the "most difficult" marginalised and at-risk young people, by providing long-term relational support, meeting their physical, emotional and spiritual needs and supporting them to make better life decisions.

LiveWires, an after school drop-in space for children growing up on the Collingwood Housing Estate, aims to help these children build confidence, promote personal wellbeing and create positive relationships, both with peers and the community. CA's LiveWires programme offers a safe, supervised environment, positive after-school activities and two healthy meals (afternoon tea and dinner) twice a week each week, for approximately 50 primary school children living in or around the estate.

Open Family Australia

\$20,000 for the Community Ownership Model

Open Family's client group are at risk and homeless young people aged between 12 to 25 years of age, from a wide range of cultural and socio-economic backgrounds. Open Family operates in Victoria, New South Wales and the ACT.

The Community Ownership Model's objectives are:

- to provide outreach support, ongoing case management and crisis intervention to young people aged 12 to 25 years frequenting the CBD; and
- to enable key stakeholders to engage with, and identify issues affecting young people and develop strategies to address these issues for the benefit of the community as a whole.



Royal Flying Doctor Service

\$15,000 per annum for four years, for a scholarship for an indigenous medical student

There is a critical shortage of doctors and allied health practitioners in rural and remote Australia, and in particular indigenous healthcare workers. This grant provides a scholarship for Justin Gladman, an indigenous student who has been admitted to undertake the Graduate Medical Course with Flinders University in South Australia. Once Justin has completed the course, he has undertaken a return of service with the Royal Flying Doctor Service based in Broken Hill for a period of five years.

Prahran Mission

\$28,000 for the Creative Employment Opportunity project

For over 62 years, Prahran Mission has been committed to the wellbeing of the community through its pastoral care services and community development activities. It provides high quality social and professional community services and challenges unjust social and economic structures. The Mission serves, assists the empowerment of, and advocates alongside people who have a psychiatric disability, aged people, children, youth, the homeless, people from non-English speaking backgrounds, one-parent families and other economically and socially disadvantaged individuals and groups.

During 2007/08, more than 4,000 people were helped by Prahran Mission. The major aim of this project is to help people who have a long term mental illness and want to re-enter the workforce quickly. In particular, it aims to minimise the complexities associated with being referred to a disability employment agency. The unemployment rate for people with a mental illness is 75 to 80 per cent in Victoria, while the OECD average is 40 to 50 per cent. Another major aim is to develop new ways to provide employment opportunities, thereby reducing the level of unemployment in this sector.

National Gallery of Victoria (NGV)

\$11,000 for Cloaks of Many Cultures

A key goal of the gallery as outlined in the NGV's Strategic Plan 2007-2010 is Audience and Access, which refers to the NGV's commitment to "create opportunities for broadly based public participation, engagement and enjoyment, and to provide challenging and high quality programmes". The NGV works actively to target a cross section of the community including those from diverse cultural and socio-economic backgrounds and all-abilities groups. Cloaks of Many Cultures is an innovative arts project which uses the gallery's rich and diverse collections as a powerful resource to enhance the social inclusion of young people from migrant and refugee backgrounds.

The 20 week project targets young people aged 12 to 21 from culturally and linguistically diverse backgrounds in Hume City, including newly arrived young people who are at risk of homelessness and are disengaged from education and employment pathways. The main objective of the project is to contribute to inter-cultural understanding and the value placed on cultural diversity. The project also contributes to the participation of newly arrived young people in the social and cultural life of the Australian community, addressing racism and promoting harmony by encouraging diverse groups of young people who may be socially and culturally distant from each other, to work together to achieve common goals.

Stephanie Alexander Kitchen Garden Foundation (SAKGF)

\$30,000 for the Disadvantaged Schools Project

SAKGF states they are at the forefront of a food education revolution in Australia, engaging young children in growing, harvesting, preparing and sharing fresh food at primary school. They seek to provide children with positive, hands-on experiences and the essential life skills of learning how to plant, nurture and then cook fresh, delicious, seasonal food. SAKGF believes that offering these positive experiences and skills at an early age forms the basis for good, life-long habits and creates the food lovers of the future.

This project supports their Disadvantaged Schools Project which will be shared between eight Victorian primary schools that experience some type of disadvantage and who are currently establishing the Kitchen Garden Programme. This project aims to provide additional assistance to these eight primary schools that experience a variety of disadvantage – whether socio-economic, remote location or minimal community support.

Charities in focus

Youth Off The Streets

\$25,000 for the Youth Traineeship Programme

The Bennelong Foundation received three applications which were New South Wales based. Directors sought feedback from the Bennelong Funds Management staff based in Sydney as to their views of these applications. After much deliberation, it was decided by the staff to support Youth Off The Streets.

Youth Off The Streets is a non-denominational and non-discriminatory charitable organisation assisting young people aged 12 to 21 years old who are dealing with issues of homelessness, abuse and neglect, exclusion from school, and drug and alcohol dependency. Their aim is to provide young people with the education, life skills, support and psychological stability to be able to find employment and live independently. The Youth Worker Traineeship Programme is an integral part of Youth Off The Streets community development and outreach services in highly disadvantaged communities, such as the Sydney suburbs of Airds, Macquarie Fields and Doonside, as well as the regional NSW areas of Griffith and Walgett. Youth Off The Streets plans to employ up to 17 young people from these communities as youth worker trainees to work across their services and to contribute within their own community. With the Bennelong Foundation's support, Youth Off The Streets employed a young person from South West Sydney as a trainee youth worker as part of this programme.

These trainees are supported by a Trainee Manager who is overseeing their progress through a TAFE Certificate IV in Youth Work and in structured rotations through Youth Off The Streets programmes and services. At the end of this training, Youth Off The Streets will continue to provide additional training in specialty areas such as Drug and Alcohol, Facilitation, Community Development and Peer Mentoring.

Ardoch Youth Foundation

*\$10,000 for the Early Childhood Support Project
(a youth committee application)*

Ardoch removes the barriers that prevent children from fully participating in education. They do this through the provision of basic needs, and through other tailored intervention and prevention programmes in early childhood centres, primary and secondary schools. Ardoch engages businesses and communities to partner with them in supporting schools and students.

This project will intensively support a single early childhood centre in the base of the high rise flats in South Melbourne by implementing prevention and early intervention strategies that enhance children's learning opportunities and preparedness for school.

Concern Australia (CA)

*Youth Engagement and Sustainability
Scholarships - \$15,000*

Concern Australia's vision is to provide programmes that radically change the lives of disadvantaged and at-risk young people – to give them hope and focus. These programmes not only address young people's behaviour and immediate physical needs, but tackle the deep underlying issues of self belief. CA aims to divert them from a potential life of disadvantage, poverty, unemployment, welfare dependence, crime, substance abuse, poor mental health, self harm issues and broken relationships to a life that contains hope, actualisation and self-sufficiency.

These scholarships will give highly marginalised young people the opportunity to be engaged and participate in the Hand Brake Turn's life changing experience at Gosford, Geelong, Dandenong and Sunshine. Hand Brake Turn provides a structured eight week automotive training and mentoring programme for young adults, both male and female.

Create Foundation

Create Your Future Programme - \$25,000

Create Foundation is a national peak body for children and young people in care and provides services and support to children and young people between the ages of eight to 25 years of age. Create Foundation also influences and supports 34,000 children and young people through their advocacy and policy work and believes this group in care is arguably the most disadvantaged in Australian society.

Bennelong Foundation is funding four independent workshops as part of a holistic life skills programme specifically developed for young people transitioning out of the care system. The objective of this programme is to empower young people leaving care to learn skills to be functioning community members, support job readiness and personal development.

Learning for Life

Early Intervention Applied Behaviour Analysis (ABA) Programme - \$20,000 per annum for two years

The Learning for Life Autism Centre was set up in 2004 to provide subsidised intensive early intervention ABA programmes to as many families as funds could be raised. The Centre also records data on all the children in their programmes to support the research into the effectiveness of intensive ABA therapy in Melbourne in children aged two to six years of age who have been diagnosed with Autism Spectrum Disorder.

The Bennelong Foundation is providing a grant to sponsor one child from a disadvantaged family through two years of Learning for Life's full-service early intervention programme. The primary objective of this programme is to enable the child to reach their full potential.

Humpty Dumpty Foundation

\$6,000 provided for a Newborn Emergency Transport Service Good Egg Pack for Tamworth Hospital (a youth committee application)

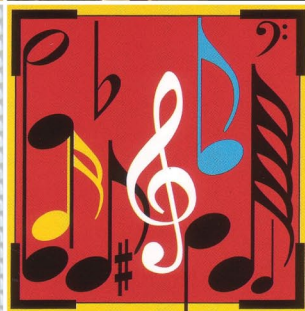
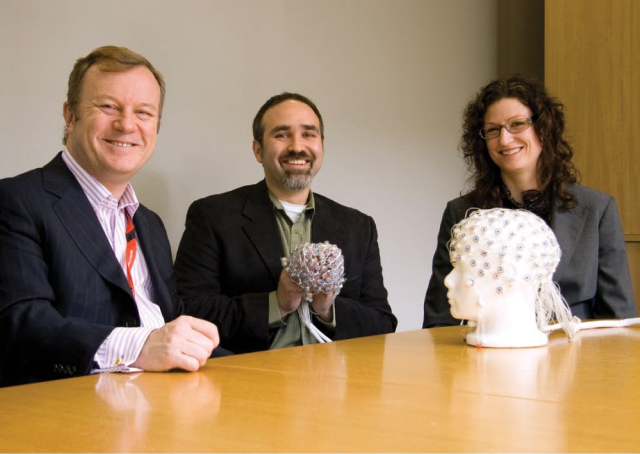
The Humpty Dumpty Foundation was introduced to the Youth Committee by Andrew Aitken of Bennelong Funds Management. They are a children's charity and provide medical equipment and support to Paediatric services, Newborn Care Centres as well as Emergency Paediatrics across Australia. The Humpty Dumpty Foundation looks after premature babies right through to children up to the age of 16 years.

The pack that has been provided through the grant from Bennelong Foundation will be placed in Tamworth Hospital and is equipped with crucial equipment for the resuscitation and immediate treatment required to treat sick babies in an isolated emergency situation until a specialist team can arrive.



Royal Flying Doctor Service





the songroom



In the 2010 financial year, the Bennelong Foundation received a record level of applications and provided grants to 25 organisations.



Charities in focus

Continued funding applications approved in the 2009/2010 financial year

Asylum Seeker Resource Centre (ASRC)

\$50,000 for the employment of a full time Casework Project Manager (third year of three year funding commitment)

The ASRC is Australia's largest asylum seeker aid, health and advocacy organisation. It won the 2003 HREOC Human Rights Award for community organisations in recognition of its contribution to human rights for asylum seekers in Australia. They are an independent, non-government funded charity that works at the coalface caring for over 2,000 asylum seekers who have nowhere else to turn for help.

Child Wise

\$35,000 for the Speak Up Project (second year of three year funding commitment)

Child Wise was established in 1993 and is Australia's leading child protection organisation dedicated to protecting children everywhere. It is the only Australian based organisation working exclusively to prevent the sexual abuse and exploitation of children in Australia, Asia and the Pacific. Speak Up is a child protection programme designed to empower people to speak up for children and prevent child sexual abuse.

Swinburne University

\$42,500 for the Swinburne Autism Baby Siblings Project (second year of two year funding commitment)

One in 150 children in Australia are diagnosed with a form of Autism Spectrum Disorder (ASD) – a condition that often has debilitating effects on a child's cognitive and emotional development. As effective intervention depends largely on early detection, Swinburne aims to discover a means of detection in the first year of life – considerably earlier than currently possible. The objective of this project is to determine what electrophysiological markers for autism exist in early infancy. Meeting this objective should lead to better outcomes for those diagnosed.

The Song Room

\$48,500 for the Western English Language School project (third year of three year funding commitment)

The purpose of the grant is to tackle the challenges of communication and social integration at a fundamental level by working with recently arrived migrant and refugee children who attend the Western English Language School (WELS) at Braybrook in Western Melbourne. It provides newly arrived young people at WELS and its outposts with access to a range of music and performing arts programmes that assist them to participate and engage effectively with the education system and the broader community. The programme also aims to facilitate the transition from language classes to the mainstream education system, and to connect with local community music and performing arts programmes, events and groups.

Charities in focus

Lord Somers Camp and Power House

*\$5,000 for the Power2Lead Project
(third year of three year funding commitment)*

Power2Lead is a personal development and leadership programme, available exclusively to volunteers of Lord Somers Camp and Power House. The programme grew out of the recognition that “volunteerism” on which LSC&PH depends must be nurtured and developed, and that the future leadership of the organisation depends on maintaining a strong membership at age level 30 to 40 years and beyond.

Sudanese Australian Integrated Learning (SAIL) Programme Inc

*\$8,000 for SAIL Xtend, SAIL About, bursaries and new campuses
(second year of a three year funding commitment)*

The SAIL Programme Inc. is a volunteer, non-profit, secular organisation that provides free English support and community services to the Sudanese refugee community in Melbourne and Sydney. The purpose of SAIL is to offer English language support and to develop and foster relationships with and between members of Australia’s Sudanese community. The objective of the project we are funding is to provide SAIL students with increased access to educational support.



Western Chances

\$50,000 for Scholarship Programme for Disadvantaged Youth in the Western Suburbs (third year of three year funding commitment)

Western Chances has a vision to see Melbourne's West working together as a proud, vibrant and successful community. To achieve this, the organisation assists talented and self-motivated young people in the Western suburbs to realise their potential through the provision of scholarships and other related programmes. Western Chances' focus is on delivering a hand up, not a hand out. Programmes aim to create opportunities that advance the talents and interests of young people, ultimately empowering them to broaden their skills, develop their pride and self esteem, and build their own Bridge to the Future.

Lord Somers Camp and Power House

\$4,750 for the Sudanese Australian Integrated Learning (SAILAway) Camp (third year of three year funding commitment; a youth committee application)

The SAILAway programme seeks to promote friendship, acceptance and mutual respect between young Australians and to promote the integration of teenagers with refugee/migrant backgrounds into the wider community. SAILAway provides a non-language based environment in which participants can interact and form friendships; allowing participants to take part in cultural exchanges, and to build mutual respect and understanding. SAILAway provides participants with the opportunities to take part in a series of activities they may not have been previously exposed to, and form friendships with volunteer staff members. In addition, SAILAway provides volunteer staff and guests the opportunity to build friendships with participants, promoting acceptance and mutual respect among the broader community.



Wintringham

SWIN
BUR
NE



Lord Somers Camp
and Power House

A decorative graphic consisting of several footprints of varying sizes and colors (red, grey, and light grey) arranged in a winding path across the page.

Charities in focus

Wintringham

\$20,000 for a bus to accommodate disabled residents (third year of three year funding commitment; a youth committee application)

Wintringham was established to provide quality aged care and housing for elderly men and women who are homeless or at risk of becoming homeless. Wintringham's elderly clients are invariably without family and friends. They often live a lonely and isolated life with the constant fear of harassment and violence. Wintringham is able to provide a safe home to many of the aged poor and ensure that they receive the best medical and nutritional services possible. Our grant has enabled Wintringham to purchase a wheelchair accessible bus to enable trained recreational workers to take the elderly men and women on trips and excursions.

Ganbina

Jobs4U2 project - an extra year's funding for \$25,000

Jobs4U2 is a programme that addresses the earlier than average school drop-out rates of indigenous youth in the Shepparton area. The programme also aims to equalise educational achievement, enable greater participation of indigenous young people in workplaces and to provide indigenous youth with the confidence that work or further training is a real possibility.

With generations of unemployment in the indigenous community (indigenous unemployment is close to 80 per cent in Shepparton, while only five per cent in the broader local community), many young indigenous people have little or no experience of a family member in active employment. Early school drop-out starts the cycle of social exclusion that prohibits young indigenous people from positive participation in the wider community, including creation of difficulties in obtaining employment and greater likelihood of being involved in anti-social activities.



The Jobs4U2 project will result in the seamless and successful integration of indigenous youth into the workplace.





*ARAB: sharing stories
and talent through
high-energy performance
creates a greater understanding
of dialogue and appreciation.*



Charities in focus

Charities comment on their grants

Victorian Arabic Social Services (VASS) – Anti-Racism Action Band (ARAB)

Kate Gillick, Artistic Co-Director

“ The ARAB, a project of VASS, is a community development, youth performing arts project with a long term vision for its youth, their families, school and local communities in Melbourne’s Northern region. The project opens its doors to youth aged 12 to 25 of any cultural background as a proactive initiative to raise self-esteem, increase confidence, challenge racial tensions and promote social inclusion whilst imparting performance skills, generating employment, mentoring opportunities, life and social skills.

The ARAB programme engages 200 plus young participants from the Hume, Moreland, Darebin, Banyule and Whittlesea municipalities. Structured as four interlinked platforms, the programme engages its participants in weekly rehearsals, special projects, employment and training, a public gigging programme and an annual major artistic performance.

With the support of Bennelong Foundation and Dubai Duty Free Foundation, ARAB has been able to employ a much-needed Community Cultural Development and Partnerships Worker in 2010 to support the development of programmes that respond to specific needs and aspirations of the young people engaged in the programme, link participants into relevant youth-support organisations, and to work more closely with the schools and families of young people who are ‘at-risk’ of leaving school or facing unemployment or complex barriers to participation in the community.

Recent community development initiatives by ARAB have included a partnership with the Social Studio, a fashion studio training and employing young refugee people. Young designers from the studio were given free costume master classes and the opportunity to create costume pieces for ARAB performances. Work is also underway with young women involved with the project – the ‘Flygirl’ initiative – providing extra support, bringing on inspiring female performance teachers, providing mentoring and gigging opportunities.



Highlights over the past year have included:

- the 2009 main performance *Conjure* in the Melbourne Fringe Festival with three sell-out shows;
- the Sound Hub project where a group of young musicians worked with a professional composer to combine different genres in a studio performance, live production and recordings;
- a series of hip-hop workshops with young African men and women run at the Carlton commission flats;
- a creative partnership with Glenroy Specialist School where students participated in performance and set design; and
- numerous performances at large events including the reconciliation week celebrations at the Melbourne Town Hall and local councils’ youth summits.

ARAB continues to create new and challenging experiences for its young participants, with this year’s main artistic work *Northern Trax* taking part in the 2010 Melbourne International Arts Festival in October. The show portrayed narratives from the northern suburbs through a fusion of traditional and sub-cultural performance styles such as hip-hop, krump, belly dance, Pacific Islander body percussion, spoken word and media.

The opportunity to take part in the festival not only saw the young participants perform to an inner city and international audience, but allowed them to share their stories and talent through high-energy performance, creating a greater understanding, dialogue and appreciation around youth culture in the northern suburbs.



Charities in focus

Charities comment on their grants

The Ponting Foundation

Comment from Ricky and Rianna Ponting:

“ Our involvement with the Bennelong Foundation and Dubai Duty Free Foundation has enabled us to launch a much needed support initiative all over Australia. The Exceptional Needs Assistance Programme is having a marked effect across the country with our combined funds being used to support children and their families who have extra special circumstances in their fight against childhood cancer. The programme, managed by Red Kite, is likely to expand in the coming 12 months. ”

The Sudanese Australian Integrated Learning (SAIL) Programme

Nik Tan - Overseeing Coordinator

“ SAIL provides free English support to the Sudanese communities in Melbourne, Sydney and Perth and runs tutoring each Saturday morning with students of all ages as well as a number of additional activities.

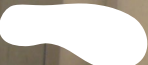
The Bennelong Foundation grant has allowed us to continue funding the SAIL About and SAIL Xtend programmes (such as a series of camps, excursions and short extra-curricular courses aimed at broadening the students' experience and engaging them in different ways), fund the bursary programme (the provision of funds to students entering VCE to assist with the associated costs) and to continue the development of the SAIL Opportunity Fund (a student run committee whose role is to distribute funding to students based on an application process).

All of these programmes have allowed SAILors to develop skills in a number of key areas, such as leadership, cooperation and teamwork. ”

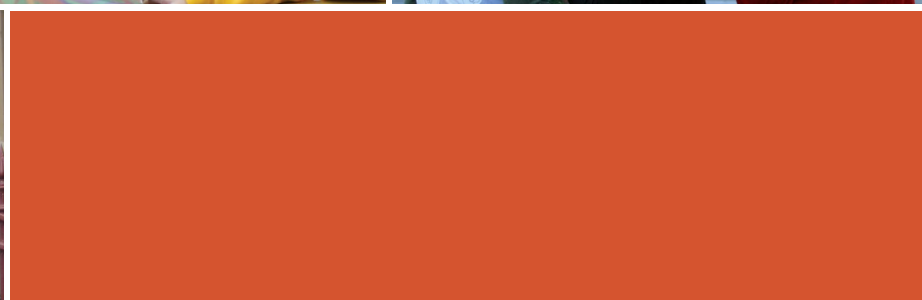
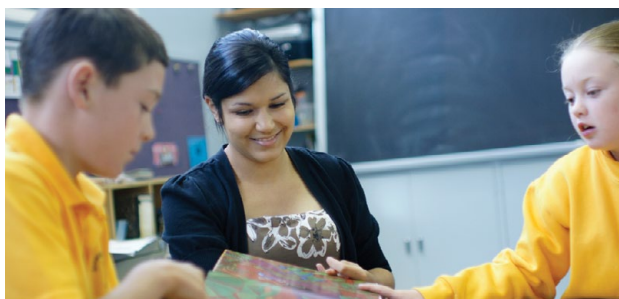


Both the Ponting Foundation and the SAIL programme are dedicated to doing everything possible to improve the lives of children.





Investment and financial report for the year ended 30 June 2010



Investment and financial report for the year ended 30 June 2010

Governance

The Bennelong Foundation is a Private Ancillary Fund and is subject to the Private Ancillary Fund Guidelines 2009.

The Board of Trustees meet twice a year to consider Foundation matters including:

- Administration – to ensure it is meeting its compliance obligations;
- Investing – to ensure its assets are achieving its investment aims and objectives;
- Grant making – the distribution of funds to eligible entities.

Financial reports

The Bennelong Foundation is not a reporting entity. Accordingly, the Trustee prepared a special purpose financial report for the year ended 30 June 2010 to satisfy its reporting requirements under the Trust Deed and compliance with the Prescribed Ancillary Fund Guidelines.

The special purpose financial report was audited by Deloitte Touche Tohmatsu who issued an unqualified audit report for the year ended 30 June 2010.

Investment aims and objectives

The Bennelong Foundation operates under a formal investment policy statement. The policy statement sets out the investment aims and objectives, approved investments, the asset allocation profile approved to meet the funds objectives and also details the rules governing the management of the Foundation's investments.

Investment aim:

The investment aim of the Foundation is to generate income and capital returns sufficient to fund and maintain the funding of the Foundations philanthropic activities both now and into perpetuity.

Investment objective:

The investment objective of the Foundation is to:

- Generate a current year's income consistent with its portfolio asset allocation;
- Maintain the inflation adjusted earnings base and therefore grant making capacity of the fund.

Financial performance

A significant improvement in global economic conditions and investment markets impacted positively on the Foundation's 2010 financial performance. For the year ended 30 June 2010 the book value of the Foundation net assets increased 14% (2009: -10%).

Expenses for the year decreased 37% compared to the previous year and represent 0.98% of the Foundation's average net assets (2009: 1.50%).

Payment of income as donations

Donations paid during the year totalled \$657,750 (2009: \$669,377).

Approval was given during the year for 21 new grants. Some of the grants were approved for payment in instalments over future years.

List of grants paid by the Bennelong Foundation in 2009-2010

Anti Racism Action Band	\$25,000
Ardoch Youth Foundation	\$15,000
Asylum Seeker Resource Centre	\$50,000
Care & Communication Concern-Welfare Services Inc	\$15,000
Child Wise Limited	\$35,000
Concern Australia	\$10,000
Council of Trustees of the National Gallery of Victoria	\$11,000
Create Foundation	\$25,000
Family Life	\$49,000
Ganbina (Koori Economic Employment Training Agency Inc)	\$25,000
Learning for Life Autism Centre	\$20,000
Lord Somers Camp and Power House	\$5,000
Lord Somers Camp & Power House	\$4,750
Mission Australia	\$25,000
Open Family Australia	\$20,000
Prahran Mission	\$28,000
Royal Flying Doctor Service	\$15,000
Stephanie Alexander Kitchen Garden Foundation	\$30,000
Swinburne University of Technology	\$42,500
The Butterfly Foundation	\$30,000
The Migrants & Refugees Settlement Fund	\$8,000
The Song Room Inc	\$48,500
Western Chances	\$25,000
Western Chances	\$50,000
Wintringham	\$20,000
Yooralla	\$1,000
Youth Off The Streets Limited	\$25,000
TOTAL	\$657,750



Bennelong Foundation

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