HARVEST TIME *for* THE ATLANTIC PHILANTHROPIES

2012 – 2013: DECLINE & RISE

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PUBLIC POLICY

DUKE UNIVERSITY

JANUARY 2014

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Funding for *Harvest Time for the Atlantic Philanthropies* was provided by The Atlantic Philanthropies under a grant to Duke University,

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Foreword

This is the fourth in a series of reports on the concluding years of The Atlantic Philanthropies, the largest endowed institution ever to decide to put all its charitable assets to use in a fixed period of time and then close its doors. The pages that follow cover events from late 2012 through the end of 2013, some three years before Atlantic expects to make its last grant commitments.

In 2002, almost exactly 20 years after Atlantic was founded, the Board formally declared that the institution would commit all of its assets by approximately 2016, well within the expected lifetime of its founder, businessman Charles F. Feeney. Since that decision, Atlantic has been on a course to donate close to $8 billion by the time it closes. Each year, because of its limited life, Atlantic has been able to make grants in aggregate amounts considerably larger than would have been possible if it were preserving a perpetual endowment. For example, although its total assets in 2012 would barely have ranked among the 30 largest American foundations, its pace of annual giving has put it well within the top 20. The scale and significance of Atlantic's time-limited operation — and the complexities and opportunities it has encountered along the way — are the principal reason for chronicling the events of its final years.

Information in this report is drawn from three principal sources. The first is a review of Atlantic's written records, including strategy papers, staff memoranda, Board minutes and docket books, and in some cases research reports produced outside of Atlantic. These documents are cited individually in footnotes.

The second major source of information is a series of interviews conducted throughout 2013 with a large selection of Atlantic staff, grantees and Board members. To encourage candor, most interviews were conducted on the condition that the respondents would not be quoted by name, and therefore excerpts from the interviews are not footnoted. In some cases, where knowing the source of a comment is essential for understanding its meaning, interviewees were asked for permission to use their names.

Third, data on particular clusters of grants have been drawn from Atlantic's electronic grants-management database, from which Grants Managers Lucy Criss and Natalie Kilroy provided extensive information.

Abundant thanks are due to every Atlantic staffer who participated in interviews, foraged for documents, answered questions, checked facts, and patiently filled in gaps in information or perspective. They are too numerous to name individually, yet they have been too generous to deserve merely a collective acknowledgement. For that injustice, as well as for any errors or omissions in this document, the author bears sole responsibility.

SUMMARY

EVER SINCE The Atlantic Philanthropies decided to put all its resources to use in a limited time, its lifespan had been envisioned in three stages. The first, beginning in 2002, was a gradual ramping up, when newly defined programs and objectives would take shape in each of seven geographic areas. The second was informally known as a "steady state," consisting of fairly level grantmaking for roughly a decade. And the final stage was to consist of three or four years spent winding down the detailed strategies that had dominated this steady state, before closing around 2017. The model was essentially one that ended in decline and departure. But in 2013, as the end was approaching, the Atlantic Board fundamentally changed the model, adopting what would essentially constitute a new, fourth stage: a large final initiative aimed at "culminating" the Foundation's earlier grantmaking and at "catalyzing transformative, systemic change" in the fields and countries where it had worked. The end date would stay the same, but the *method* of ending would change — no longer a diminuendo, as originally envisioned, but a crescendo of major grants and expansive ambitions.

This new phase of work, called Global Opportunity and Leverage, or GOAL, was meant not solely to be a final burst of activity, but a new way of thinking about the Foundation's ultimate purpose and how it would conclude. It would build on Atlantic's years of experience and networks of partners and grantees, and try to ensure that the lessons and successes of its past work took lasting root. It would aim at three broad ends: communicating the lessons to influential audiences, supporting leaders in each field and fostering networks among them, and fortifying leading institutions as "champions" to carry the strongest efforts into the future. Though the budget for GOAL was originally set at a minimum of $200 million over three years, it was expected that the amount of money actually available would grow — as, in fact, it has.

But before most of the Foundation's established programs and objectives could be "culminated" in this way, they needed to finish the work that was already under way. The first of these completions came in Bermuda, South Africa, and Viet Nam, where final grant recommendations went to the Board in late 2013, and the local offices in South Africa and Viet Nam closed at the end of the year. Most of the longstanding program work in the United States, Ireland, and Northern Ireland was set to end during the next 12 months, with only a small remnant extending into early 2015.

These end dates were earlier than the ones envisioned in the original, three-stage model of Atlantic's life[1], and the planning for how to reach them without sacrificing the quality of the programs had occupied most of 2012. The result was an exceptionally active year in 2013: picking up the backlog of previous year's grants that had been deferred while planning was in progress, plus current grants that had been envisioned for 2013 all along, plus additional, final grants that were made necessary by the decision to end regular programs 12 to 18 months earlier than in the original timeline. Final grants typically had

matching requirements and other provisions aimed at encouraging grantees to raise new support and continue their work after Atlantic's funding had ended. All of these needed to be worked out not only with the grantees, but often with other funders, including government, whose support would be critical to their long-term success. The result was, in one manager's words, "the biggest grantmaking year in a long time."

Completion of regular grantmaking in Bermuda, South Africa, and Viet Nam provided Atlantic's leaders with their first opportunity to size up the totality of the contribution they had made in each place — with aggregate grants of $28 million, $355 million, and $382 million respectively. These investments had resulted in a stronger and better-organized philanthropic and civic sector in Bermuda, significant advances in health and human rights in South Africa, and sweeping reforms in primary health care and public health in Viet Nam, as well as extensive new facilities at that country's major hospitals and universities. Although two offices (South Africa and Viet Nam) closed at the end of the year, final grants will continue to be paid out in installments over the next few years. Some staff members will therefore continue to manage these commitments as consultants.

Besides the sheer amount of work involved in drawing programs to a close, another source of stress leading into 2013 was the uncertainty many staff members felt about their remaining tenure at Atlantic. The Foundation had previously announced a set of retention and severance policies that most employees considered more than generous. But a few rounds of staff reductions in 2012, and the approaching end dates for many lines of program work, had led many employees to suspect that the pace of terminations would quicken — and that their own final day might come at any moment. "You never knew," one of them said, "whether today would be the day you got the tap on the shoulder and it was time to pack your boxes."

To clear the air, Atlantic managers drew up what they called a "roadmap" for each employee, setting forth a projected date for that person's end of service and offering education and training benefits, career and financial counseling, workshops, coaching, and other life-planning help. Some termination dates were firmer than others (some employees received provisional dates that might be extended depending on future workload). Staff members could ask to depart before their target date, but these requests would be considered case-by-case; early departures could result in a reduction in termination benefits.

The roadmap projections were worked out in consultation with the employees themselves, in two rounds of one-to-one meetings with supervisors. At the second meeting, in summer 2013, each staff member was told his or her projected end date and the reason for it. The decisions were later put in writing. Although the meetings were sometimes emotional, reactions were more positive than many managers had expected, largely because many of the end dates were later than the employees had feared. Raw feelings sometimes emerged later, as some staff members inevitably learned through the grapevine that other people had been given later end dates. But overall, reaction to the roadmap process was upbeat — a "relief," as one employee put it, "just having it cleared up and settled. I went home that night thinking, 'Well, now I can start planning anyway, and there's no more mystery." One especially well-received decision was that staff reductions would happen only twice a year, in June and December, thus reducing the stress from seeing colleagues departing every few days or weeks.

Another popular element of Atlantic's human-resource planning has been the opportunity for employees to apply for "fellowships" at the end of their tenure. If a fellowship request is approved, the Foundation will pay all or a portion of the departing employee's salary and benefits at an outside organization for up to a year, provided the work is closely related to Atlantic's program objectives. The offer comes with some restrictions — for example, the position must be a new one and not displace another employee; and it must pay no more than other comparable positions at the same organization (which may well be less than the employee's Atlantic salary). Still, for staff members eager to continue working on issues related to their position at Atlantic, the offer provides a chance for at least an additional 12 months of mission-related opportunity.

For managers who remain behind, however, the pace at which the Atlantic staff will shrink may pose some challenges. Many of their responsibilities will continue even as they have fewer and fewer subordinates to help carry them out. In many cases, it will mean having to perform many functions in what one manager called a "simpler and more streamlined way." There will also be much less room for error: An early departure or an extended sick leave by just one person could now be a minor crisis, if there are no other staff people left to fill the gap, and if outside consultants can't readily pick up the slack.

Another area of challenge, as Atlantic prepares for its eventual conclusion, will be organizing the troves of information it has amassed over its years of work — and more importantly, directing that information to people and organizations that can put it to use. An important part of this task involves a complete overhaul of the Foundation's website and other digital communications, aiming, as a communications officer put it, "to select technology and content so that Atlantic's legacy online isn't just a static repository, but rather a vibrant space that will continue to "live" and be useful to others long after we're gone."

Behind the front door of the website lies a mass of publications, memos, research papers, evaluations, reports, and other documents. Many of these are not yet available online, and in fact have only recently begun to be assembled and catalogued. An enormous amount of information remains dispersed among the computers and file cabinets of individual staff members. This challenge became concrete in 2013 with the closing of two international offices, where decades of information had been accumulating, much of it under the sole supervision of the people working in those offices. All of it had to be sorted, boxed, and removed by year's end. Though a small team has made considerable progress on cataloguing this information over the past two years, the bigger challenge of creating a durable, useful archive — one that is inviting to thinkers and policymakers who might put it to creative use — still lies ahead.

The growing emphasis on information and communication — not just in the website and archives, but more fundamentally in the priorities that drive GOAL — completes a radical culture change for Atlantic that started more than a decade ago. The Foundation began its life in strict secrecy and for many years shunned all forms of public information. So complete was the official silence that employees in one country often knew nothing about their counterparts elsewhere, and they almost never communicated with one another. When Atlantic formally gave up anonymity in 2001, these practices started to change, beginning with internal interactions within the staff and later extending to more strategic communications in print and online. But it has been only in the past two years, as the institution contemplates the legacy of information and learning that it will leave behind, that broadcasting its ideas and enlisting networks of fellow communicators have become central, driving themes of its late-stage philanthropy.

More and more, members of the Board and staff have sought to distill, from the giant scatterplot of activity and knowledge compiled over 30-plus years of operation, what many people describe as "the big picture." Board meetings, beginning in 2013, have increasingly zoomed back from consideration of individual grants and instead surveyed broad categories of work, to understand their import and results and to ask how these can be capped and culminated in the short time remaining. As Atlantic's roster of topic-specific programs and objectives draws to a close over the next 12 months, giving way to the broader sweep of GOAL, this preoccupation with "big picture" strategy is sure to deepen. The consequences will likely determine how long and how deeply Atlantic's work continues to affect the fields and countries where it has spent its limited life.

I. PROGRAM: 'A BANG, NOT A WHIMPER'

AT THE END of 2012, for the first time in a decade, The Atlantic Philanthropies adopted a budget with a new major category of grantmaking. Since 2002 the Foundation's work had been organized into seven geographical regions and four international programs — Aging, Children & Youth, Population Health, and Reconciliation & Human Rights — plus a substantial reserve for grants initiated by Atlantic's Founding Chairman, Charles F. Feeney. But in 2013 the grants portfolio added a new heading: Global Opportunity and Leverage, or GOAL. It provided for outlays in the institution's final years to "enhance or complete" Atlantic's past work and attract significant funding from other sources.

To many employees and some outsiders, the new fund at first seemed a modest-sized addition, albeit an intriguing one, to the Foundation's end-of-life plans. With an initial budget conservatively set at $200 million over four to five years (less than 15 percent of the Foundation's average grantmaking over a comparable period in the past), and with the purpose of "capping" or "culminating" some of the stronger work the Foundation had already been doing, GOAL might have been mistaken for just a variation on what other foundations typically call "exit grants" — special (sometimes large) final gifts aimed at solidifying and sustaining their most promising grantees and projects. Though the available dollars later grew, as managers expected they would, neither the early budget nor the preliminary description of its purpose signaled a major departure from longstanding practice.

As 2013 progressed, however, it soon became clear that GOAL would be considerably more than just a parting gesture. Instead, as CEO Christopher G. Oechsli put it in a midyear interview, "It's not just a distinct pot [of money] for budgetary purposes; it's a mindset. The mindset that we are applying to GOAL should really be the mindset we apply to everything we do. … I don't want to just conclude our work, tie it in a neat bow, and present it to one audience. I want us to think really hard about, 'Who are the audiences that we want to influence? And who would we like *them* to influence?' As we conclude our work, we have so much stuff that we haven't really mined, shaped, polished, and presented to demonstrate what's possible."

"I think you learn something with the urgency of an ending," he continued, "something that you may not see when you have a lot of time to contemplate or map it out. I think it's the urgency of the conclusion that has elevated for me the desire to end with a bang, not a whimper. Not just tidying things to conclusion, but stopping and asking, 'What does this all mean? Why are we doing this, and what really matters?' "

What was not obvious at first was that GOAL would constitute a fundamentally different kind of ending for Atlantic from any that had been contemplated in the earlier models of its lifespan. Ever since the Board decided on a time limit for the Foundation, managers and directors had been describing and planning the future in three stages: a ramp-up lasting roughly from 2002 through 2004, a "steady state" of annual grantmaking for approximately a decade, and then an orderly conclusion in which programs would decline and close over a final two to three years. It would be unfair to describe this plan as ending with a "whimper," given that the concluding period was envisioned as a time to solidify and sustain important work. But it was essentially a diminuendo — a weaning of grantees from years of generous support so that they would be able to adjust, find new funders, and carry on.

GOAL, by contrast, introduced a previously unenvisioned *fourth* stage — one that, increasingly over the course of 2013, came to feel more like a crescendo. It would not be primarily about sustaining and carrying on, but about "culmination." It would not be a diminution of grantmaking, but a final burst of support, sometimes directed toward altogether new grantees. "Culmination" has by now become a term of art at Atlantic, describing sizable grants that sum up the implications of the Foundation's best work and try to bring those implications powerfully to the attention of influential constituencies. Whereas Atlantic's decade-long programs had largely pursued discrete achievements (demonstrating promising models, achieving individual policy changes, creating or expanding significant institutions), grants under GOAL would seek to "maximize prospects for lasting *systemic* change"[2] (emphasis added).

This would place a premium on strategic communications and salesmanship — enlisting prominent "champions" for new ideas and promoting the Foundation's accomplishments so that they would more likely become the basis of widespread policy and established practice. It would not be an add-on to the current programs and objectives, but a new line of business, likely with new methods and approaches to philanthropy. It would harvest the work of the Foundation's past decade, but it would not necessarily resemble that work.

Concluding with a new 'mindset'

Although GOAL inaugurated a new fourth phase in Atlantic's lifespan, the Foundation still had considerably more to do to complete the third phase — wrapping up the four established programs and their various objectives — in a productive and orderly way. The essential theory of GOAL, after all, was that the Foundation was accomplishing important things and learning valuable lessons that now deserve to be presented on a bigger stage. Finishing those accomplishments and lessons successfully would be crucial to the success of the "culminating" phase.

At the end of 2012, senior managers recommended, and the Board agreed, that the offices in South Africa and Viet Nam should close and grantmaking should end in Bermuda during the coming year and that provision should be made for the management of final grants under the longstanding programs in those countries. Given that some grants made in 2012 would be paid out over a few years, knowledgeable people would need to monitor compliance with the grants' terms, approve disbursements, and review grantees' reports. (In these cases, some current staff members would be retained as part-time consultants for this purpose, once their full-time employment ended and their offices were vacated.) Conclusions for the United States, Ireland, and Northern Ireland were still under discussion as the year ended, and budget forecasts in those countries still extended, at that point, as far out as 2016. But within a few months, the end of most of their regular programming was reset to 2014, with a trickle continuing into early 2015.

By late summer of 2013, program managers in every corner of Atlantic's international map had a relatively clear trajectory — including tentative forecasts of virtually every remaining grant — for concluding their regular programs and objectives. Clarity on this pipeline had been achieved at the cost of enormous effort throughout 2012, including a grinding review, grant-by-grant, of every projected outlay between 2013 and the end of the established programs. While that review was under way, grantmaking slowed somewhat in 2012. That meant that the work of organizing all the final grants, negotiating with funding partners, and establishing final conditions (including stringent matching requirements) would constitute an even greater workload in the year or two that remained.

For many staff members, this timetable disrupted some long-established plans, and it took some of them a while to absorb the implications. This was partly because the final pipeline and schedule were arrived at over the course of many conversations and reviews, rather than simply being dictated from above. The intent of the long back-and-forth — formally termed an "iterative" and "bottom-up" process — was to enlist program managers in the design and timing of their final grants and to help them adjust to the impending end of business. But at least a few experienced it as, in one employee's phrase, "death by a thousand conversations." A manager recalls that some employees, eager for resolution, wished that top executives "would just tell me what the budget is. Even if it's a 50 percent cut, just tell me. Then I can work with whatever it is." But that was exactly the approach that Mr. Oechsli and Martin O'Brien, senior vice-president for programs, were trying to avoid.

They were keen to adjust the institution's "mindset" sooner rather than later. They did not want to wait for all the regular programs to end before starting to think about the capstone projects and strategies that would dominate the GOAL years. To begin with, they did not want final grants to be simply a matter of dividing up whatever money was available among some predetermined number of grantees. "We didn't want people to be spending to budget," Mr. Oechsli explained. "We did not want anyone to think, 'Just because the money's there, I'll figure out how to spend it.'" The purpose of the "thousand conversations" was therefore not only to give staff members a role in shaping the concluding decisions, but to cause them to think differently, more expansively, about what those decisions hoped to accomplish. If that added a degree of uncertainty and disorientation to program managers' lives, it also nudged at least some employees away from thinking about continuity and toward an attitude of culmination.

In order to carry out a vigorous fourth stage of grantmaking, with all or most of the institution's attention focused on GOAL, it seemed only prudent to bring the longstanding program work to a conclusion in a matter of months, not years. What Mr. Oechsli came to describe as the established "objective-specific" programs would therefore not continue all the way to 2016, as the original, three-stage model had contemplated, but would conclude more expeditiously and with an eye toward making the greatest possible impact with the successes they had scored.

For some program executives, the change in time horizons took a while to sink in. "Over time," one manager said, "people were gradually being sensitized to the fact that, 'Oh my God, … I've written these pipelines that go on to '16, and they are not going to run to '16. And in fact they are not even going to run to '15.' And then later in the year, you know what? 'Hold on — we are finishing this in '14!' And that became articulated more clearly, but very slowly, over a period of time. … Some people, still at a very late stage of the game, when the writing was on the wall, were still talking about their pipelines for 2016. And when I heard that, I would say to them, 'No, really?'"

Though not all employees understood it in the same way at first, there was a deliberate rationale to this shortening of the schedule. "Some people no doubt felt that we were accelerating the [final years of regular] grantmaking," Mr. Oechsli said in mid-2013, "because we asked, 'Can you move some of these [grants] up?'" But the purpose was efficiency, not speed. "There were grants in the [preliminary] indicative pipeline that essentially said, 'We're going to give a grant to this organization in '12 and '14, and then we'll give the last one in '16.' And in many cases Martin and I felt that this had more the feel of just repetition rather than necessity. Do we really need to have these sorts of regular renewal grants? Can we instead look at what this grantee needs, what the field needs, what the [program's] objective needs, and consider consolidating multiple grants into a single, earlier grant? Or three grants into two earlier grants? … On balance, we felt it helped the grantee to have more and know more, sooner rather than later."

As might be expected, this change in emphasis and timing settled more easily with some staff members than with others. One, for example, spoke enthusiastically about the new incentive to "move beyond a preoccupation with 'sustainability'" — focusing just on grantees' survival and the continuity of their work — and "start really focusing on what's *already* been done, what we want people to pay attention to, what we can say all this work was *for*. It was never just about setting a bunch of things in motion and then figuring out how to keep them in motion. That's a habit you fall into, because everyone's doing great work and you want to see them go on and on. But the whole point of having a time limit was that you were supposed to get something *done* in that amount of time. And we did! So now it's time to size that up and figure out what we do with it so that it will make a real difference that will outlast us."

But another member of the program staff found the sudden change in approach more unsettling than inspiring: "Whatever has been accomplished was because of the grantees, who worked hard with us over many years on the understanding that we were not going to just drop them one day and walk away. We were going to wrap things up on a schedule, and they could plan and think it all through with us, and there would be plenty of notice and transparency. But then suddenly we find ourselves telling them, 'Wait, it's going to end sooner.' How much sooner? 'Well, it looks like 2015. No, forget that, it's 2014. Or maybe it'll be the end of 2013. We'll have to get back to you.' It's not how I would have hoped to finish our partnerships with them."

Yet another employee acknowledged the difficulty caused by shifting timelines and changing signals to grantees, but objected that this did not, in fact, mean that anyone was going to be unceremoniously "dropped," surprised, or abandoned. "Some of the dates have changed," this person said, "but the understanding has not, and the relationship has not. We are being very thoughtful and very careful about how we exit. … It must have been around July 2012, when we got to a particular point in the strategy [review], we made this concerted communication effort to everybody." One part of that effort was something that the Foundation's communications team called the Clarity Project, a coordinated package of internal and external communications aimed at making Atlantic's end-stage planning open and understandable. It particularly sought to give consistent signals to employees, grantees, and interested outsiders.

"As decisions were made," a program staff member said, "we were encouraged to keep the grantees and stakeholders up to date, and we got some basic messages we could all use to make it clear that each individual decision was part of a bigger picture — and that there was rhyme and reason for all of it, not just 'fund this one, cut that one off.' Of course, some grantees were hoping to hear something quite different, but that's always going to be true in any exit. What was important was that what they heard was honest, and early enough so they could deal with it, and that we followed up on it in ways that helped them adjust. And I think all of that happened, at least in the cases I know of."

These differences in reaction and interpretation no doubt have many interwoven causes, both psychological and practical. Some personalities adapt more easily to changes and unexpected challenges than others. Some grantees and fields of work are more flexible than others and can pivot more quickly. And it must be said, some Atlantic employees have been more acutely attuned to the Foundation's impending end of business than others, and may have been more insistent in managing grantees' expectations. What one Atlantic senior officer once described as "cheerful denial" about the approaching sunset may still have been affecting some employees' and grantees' perspectives, even as the curtain was beginning to descend in late 2012. By mid-2013, as the final grant pipelines were being finalized, the denial — cheerful or otherwise — had become impossible.

A labor-intensive finale

From the conclusion of pipeline planning and the decision to end regular program activity a bit earlier, one undisputed effect was to create a bulge in the workload for 2013. In what one employee described as a "pincer effect," the program teams needed both to catch up on grants that had been deferred from 2012, when decisions about pipelines and budgets were still in flux, and to make additional grants in 2013 that they had originally envisioned putting off till later years. Meanwhile, staffing levels had decreased since 2012, and the effort to help grantees cope with the end of Atlantic support was ramping up steeply.

"This will have been the biggest grantmaking year in a long time," one manager summed up. Besides a slight uptick in the number of grants to be shepherded through the approval process, "there was a huge amount of work in terms of negotiating exits with grantees, presenting to [funders and policymakers in] various sectors what we were doing, and then delivering the actual grants. And through it all, there was obviously an emphasis on preparing for the future: how were these [grantee] organizations going to right-size? And in what form would they continue? And what is our responsibility for that, as opposed to leaving it to them to sort out? And then alongside all of that, a lot of internal thinking about culminating work under GOAL."

The "emphasis on preparing for the future" had both a positive and negative aspect. On the positive side, where it was possible to show that a grant would make a significant difference in an organization's ability to thrive, and to continue pursuing important Atlantic-sponsored work, the chances of such a grant being incorporated into the pipeline — perhaps at a larger-than-normal size — were greater. But, on the negative side, where the odds of making a lasting difference were not so favorable, the chance that a major final grant would be approved became slim. Simply buying time — even for the sake of giving longer-term solutions time to jell — was not a welcome proposition. "The idea that one last shot is just somehow going to carry somebody gets nowhere around here," a program manager said. "Absolutely nowhere. Almost every grant now has matching requirements. They phase down over time. So you could say [for an organization with little prospects of satisfying the match requirements] all that's doing is just dragging out their death, having them go into long-term care before they die, instead of just letting them go off the cliff. What's the difference? So that rationale — that we owe people a final grant even if it doesn't change what's ultimately going to happen to them — does not cut it here."

Designing grants that genuinely "change what's going to happen" to a grantee, and that set demanding but realistic match requirements, is a time-consuming exercise, full of uncertainties. Not only would grantees need to understand and be prepared to satisfy the match and other conditions, but other funders that support the same organization would need to be apprised, and might need to be solicited for matching contributions. Some grantees, working in especially complicated or turbulent fields, would need to map out multiple scenarios for meeting the conditions and surviving Atlantic support, and then plan for all of them — while also planning, if they are wise, for the possibility that none of the scenarios will lead to lasting success. The result was often a period of labor-intensive negotiations for Foundation and grantees alike, and the programs were quickly approaching a time when *most* grants would require this kind of heavy lifting.

Although the total number of grants approved in 2013 was only 8 percent larger than in 2012 (202 grants, up from 187), they tended to be more complicated than in the past. And measured in dollars, the volume of work was up sharply. Total grantmaking commitments from the regular programs in 2013 was roughly 52 percent higher than in 2012 and more than 40 percent higher than in 2011. Total commitments under the four core programs had been $167 million in 2011 and $157 million in 2012.* By the end of the following year, the annual total had risen to $238 million, the highest since 2009. The forecast for the regular programs in 2014 came to a slightly smaller total than in 2013, but only because grantmaking in three countries would already have all but ceased and several programs in the United States would be closing by mid-year. Yet even so, the total volume of commitments in the U.S. programs was projected to increase by more than 3 percent from 2013 to 2014. In Ireland, the growth in the same period would be 10 percent or more. And virtually all of this activity would consist of final grants, involving special preparations for grantees' sustainability and calculations of required matching support.[3]

Alongside the elevated pace of grantmaking in 2013 came an intensified effort to gauge effectiveness and to identify the strongest elements of each program — including those that might be candidates for culminating efforts under GOAL. Particularly in the United States, where the position of evaluation executive had been vacant for some years, the data on which to base such judgments were sometimes scarce or uneven, and some lines of work still had no formal evaluation in progress. The appointment of Benjamin Kerman, formerly of the Annie E. Casey Foundation, as evaluation executive in New York gave fresh momentum to the process of weighing and drawing lessons from U.S. activities. Across countries and programs, staff began a process of "stock-taking" on major advocacy initiatives, to determine where the policy-change process stood in each area of work, what Atlantic had contributed and learned, and what opportunities (if any) still lay ahead. All of this was intended not only to identify possible opportunities for GOAL, but also to distil messages, lessons, and achievements that the Foundation would eventually want to incorporate into its final communications.

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* Total grant outlays in 2012 were actually exceptionally high — more than $581 million. But nearly three-quarters of that total was in large grants made outside of the core programs, in initiatives led by Mr. Feeney. These included a single commitment of $350 million to Cornell University for a new tech campus in New York City, run jointly with Technion – Israel Institute of Technology. Mr. Feeney underwent surgery in early 2013, and his grantmaking has been on hold during his recovery.

LESSONS FROM THE FIRST ENDINGS

In South Africa, Viet Nam, and Bermuda, where the conclusion of regular programs occupied most of 2013, decisions about final grants were not projections but present realities. Atlantic made a total of 479 grants in South Africa since it started work there in 1991, amounting to more than $355 million. These included many investments in higher education, including several large capital projects, but focused more recently on health and human rights. In Viet Nam, Mr. Feeney had started supporting universities and medical centers in 1998, and the program grew from there to encompass a far-reaching transformation of public health and primary health care across the country. Atlantic's 295 grants in that 16-year period totaled close to $382 million. In Bermuda, the Foundation's smallest geographic target, Atlantic invested $28 million in 73 grants since 1992, of which the plurality focused on building the island's philanthropic and nonprofit sector and on improving public policy toward the most disadvantaged.[4]

Along the way, all three programs took pains to cultivate "anchor" institutions or leaders — groups (public or private) with the expertise and credibility to continue championing the goals that Atlantic had been supporting. In South Africa, for example, nurse-training programs and professional associations received extensive support to strengthen their leadership and management and to sharpen their skills and strategies for influencing public policy. They are now better equipped to work with the country's health and education ministries to improve the quality of primary care that poor and rural South Africans receive. Health Systems Trust, a first-rate health policy institute, supplies government and practitioners with badly needed data and planning support. In the human rights field, a cadre of leading organizations now includes not only a cluster of formidable public-interest law practices and advocacy groups, but also more specialized advocates and funders dedicated to the rural poor, public education, sexual minorities, and immigrants. A nonprofit consulting organization called Inyathelo supplies a broad spectrum of human-rights and other nonprofit organizations with critical support in organizational development. Among the Foundation's earliest and farthest-reaching achievements was a campaign to secure a right to antiretroviral treatment for some 2 million people in public health care as of 2013. It is a milestone in both health and human rights that significantly raised the profile of the organizations behind it — organizations that now constitute a model for other movements and constituencies and that provide an enduring force for advancements in both fields.

In Viet Nam, Atlantic's grants have triggered more than three-quarters of a billion dollars in other investments, mostly from the national government, to build a stronger, more rational system of primary health care. Reforms directly supported by Atlantic reached some 9 million people in 800-plus communities, nearly all of them in remote rural areas and poor urban centers. Further advances are continuing through a cadre of reform-minded public officials in agencies that have worked closely with Atlantic over the years. Improvements in headline indicators of national health — such as reductions in maternal death that had reached as high as 76 percent in some communities — have helped to strengthen the reformers' hand. So has the growth of the Viet Nam Public

Health Association, an institution that Atlantic essentially created and that is now the professional core of a burgeoning public health field. "There is absolutely no doubt," the Social Science Research Council wrote in 2012, "that Viet Nam's public health system, and in some measure the health of its people, is better off for Atlantic's engagement."[5]

In Bermuda, Atlantic support significantly expanded the work of critical organizations promoting philanthropy and the welfare of children and older people on the island. These included the Family Centre, a service provider for families in crisis; Age Concern, which connects older people with available services and advocates for smarter aging policy; and the Centre on Philanthropy, a longtime Atlantic grantee that has helped to expand and strengthen the whole nonprofit sector. In January 2013, Atlantic joined with two funding partners to create the Bermuda Community Foundation, a permanent resource for the sector that, in its first year, has already attracted several families and individuals as early, long-term donors.

Despite the considerable differences among the three programs and their national environments, they share several important similarities in the way they have tied off years of work and ended their regular operations. The first and most obvious is the requirement for **matching support**, mentioned earlier. Atlantic had long been concerned about the number of grantees that depended on its grants for a significant share of their income. Ending that stream of support could mean profound change in the scope of some grantees' operations, and maybe a question of survival for some. (This was not a significant issue in Viet Nam, where the government is already co-funding the vast majority of Atlantic projects and is strongly committed to sustaining most of them. In other countries, however, the dependency problem is more widespread.) By requiring grantees to find other support to match its concluding grants, Atlantic hopes to help them replace its funding to the extent possible, and to adjust gradually to lower levels of support when a full replacement isn't available.

A second feature common to all the concluding programs is a corollary of the matching requirements: a deliberate, sometimes painstaking **outreach to other funders.** In South Africa and Bermuda, for instance, Atlantic has organized or participated in networks of other funders committed to similar goals, creating pooled funds or funding collaboratives dedicated to sustaining certain fields of work. In Viet Nam, Foundation staff have forged close working relationships with officials of the relevant government departments at every level to ensure not only a continued flow of public funds, but a commitment to the systemic reforms that those funds had helped set in motion. In South Africa — where most of the human rights sector is especially fragile and has been slow to attract support from private philanthropy — Atlantic employees have negotiated multiyear matching commitments from other international donors. In these arrangements, Atlantic has made grants to one or more of these donors, which will continue to disburse the money in Atlantic's absence. In exchange, it has received commitments of matching contributions from the recipient institution and from other like-minded philanthropies. All of these arrangements depend on the kind of goodwill among funders that comes from a history of collaboration — plus detailed negotiations, in the final stage, to produce solid, unambiguous understandings that can hold up long after Atlantic's offices are closed.

A third challenge shared by all the closing programs is the need for **organizational adjustments** — both by individual grantees and, sometimes, across the whole field in which they work — to accommodate the loss of Foundation support. Some organizations may need to shrink, reorganize, or alter their service model. Some fields have more organizations than they can sustain as independent entities and may need to consolidate, whether through mergers or by arrangements in which organizations share facilities, office services, or other resources. It can be a slow and painful process for organizations to recognize the impending change of circumstances and to set priorities for which activities can be sustained, which ones have to be modified or slowed down, and which ones should come to an end. Mergers can be especially complicated and crisis-prone — a fact that is widely recognized in the for-profit sector but tends to be viewed more optimistically among nonprofits, even though the risks are at least as severe. In any case, whatever the necessary adjustments, they demand close attention, and often exceptional creativity, from Foundation staff. Even when the course ahead is clear and straightforward, ensuring that grantees stay on that course can take considerable guidance and oversight.

Finally, a theme in all the ending programs — and in many that are still planning their conclusions — is the need to pay close attention to what grantmakers refer to in shorthand as **capacity**: the basic management skills and functions that make for durable organizations. If grantees are going to meet Atlantic's matching requirements, build relationships with new funders, and adjust their strategic and business plans to a new environment, they will need strong executive leadership and governance, good financial controls, modern technology, responsible human-resources management, and other operating essentials. Many organizations (and, in truth, many funders), tend to think about these necessities only when a problem arises — a key staff member leaves, computer systems falter, or auditors identify a problem. For a foundation that is preparing to leave the field — particularly one whose legacy is partly tied to significant institutions and fields that it has helped to incubate and expand — the need to help grantees buttress their basic operations can be critical. Atlantic has prided itself on paying close attention to such issues all along. But there is little doubt that the challenge comes into much starker focus, and some latent needs start to surface, as the final chapter is being written. As one part of its attention to capacity-building, Atlantic has cultivated or established expert organizations in each country, such as the Bermuda Community Foundation or Inyathelo in South Africa, that can provide ongoing strategic and management support to its grantees and other, similar organizations.

Beyond all these concluding issues, there remains one further consideration that most field staff believe will profoundly affect the legacy of their programs and the way their work is perceived after Atlantic is gone: the culminating grants to be made under the GOAL umbrella. Time after time, as program personnel reflected on the way certain projects and relationships would conclude, they raised a common question: Given the centrality of Organization X to the achievements Atlantic has made in Country Y, wouldn't it be wise to "culminate" its work with an additional grant under GOAL?

A senior manager, presented with that simplified, generic question, answered: "Well, probably not, if that's the only purpose, or the main purpose. As I understand it, GOAL isn't there just to keep doing what we've been doing, and it's not a life raft. If the idea is just to keep an organization floating a little longer — even a very significant organization — then no. If there is something that organization can do to help cement what's been accomplished, or to widen the impact, or build a more powerful coalition or hit some big, significant target, then maybe. There's a strong case that would have to be made. But sure — maybe."

ENVISIONING GOAL

On paper, the budget for "culminating" grants under GOAL remains very small until 2014, when it jumps to $80 million, compared with just $3.1 million in the previous 12 months. It then grows larger in 2015 and 2016. But already, by the middle of 2013, Mr. Oechsli was pressing to introduce a mindset of culmination into the ongoing work of the core programs as they conclude. That gradual transition has been one reason why program executives have sometimes thought about GOAL as an additional factor in their final grant planning. Although they are not encouraged to think of it as just a continuation of current work, Mr. Oechsli has increasingly pressed them to approach their current work in terms that echo the principles of GOAL.

"I'm deliberately blurring the boundaries between GOAL and pipeline," he said in July 2013. "There is a blurry space between finishing up your objective-specific grantmaking and this culminating concept, because the way you finish each of those objectives should be reinforcing the things that are most important, the things that will have the greatest impact over the long term. These final grants should be homing in on the things we want to make sure come before the widest possible audience and have the greatest chance to exert influence."

In the earlier, three-stage model of Atlantic's lifespan, Mr. Oechsli believes, several programs were designed primarily to test or demonstrate a concept, "and in the back of the mind, there was this notion that hopefully somebody would be interested. But there wasn't a strong or proactive approach to asking, 'How do you take these things to bigger scale?' Or what will matter to broader audiences? … If that was within the thinking [of the program strategies], it was a secondary thing, compared to doing things in particular communities and then evaluating" the outcomes. Now, even before the formal start of major spending under GOAL, he says, "We are trying to push much harder into, 'So what bigger meaning is there to this experience?'"

One area in which this push is particularly evident is in dementia care, beginning with an initiative in Ireland. Earlier grants in the Aging Program in several countries had been dedicated to end-of-life care, some of which had touched on dementia. Founding Chairman Chuck Feeney had also made some grants in San Francisco and London for end-of-life and dementia care. Yet there had not been an effort to tie these various branches of work — none of which was ever defined as a major program in itself — into a body of experience from which international and multidisciplinary lessons might be drawn.

Program staff in Ireland had been planning, even before GOAL was unveiled, to mount a final effort on dementia care, partly because the Irish government was becoming especially receptive to new ideas in that field, and partly because Atlantic had encountered particularly promising results with some earlier grants in aging and dementia. Here, it seemed, was an opportunity to culminate some important work, and perhaps to weave it together with related Atlantic experience in other countries. The outlays for this dementia work, at least in Ireland, would continue to be booked under the normal, objective-specific budget of the Aging Program. But the ambitions — including the gathering of lessons, the close deliberation with public agencies, and the pursuit of far-reaching change in how older people with dementia are cared for and supported — would be pure GOAL. (There will be more to say about dementia initiatives in Ireland in a moment.)

But nearly all these "objective-specific" grants, no matter how far-reaching their purpose, will be committed by the end of 2014, with a small number extending into early 2015. From then on, the Foundation's remaining grantmaking will all be conducted expressly under GOAL, following a framework that Mr. Oechsli presented to the Board at the end of 2013.

In that presentation, he summed up the objective of GOAL as "maximis[ing] prospects for lasting systemic change that will improve the lives and opportunities of vulnerable and disadvantaged populations within the countries in which we work and across geographic boundaries. We will identify and accelerate exceptional, feasible opportunities to shape future systems based on what we and others have learned in the fields in which we have been active."

"A GOAL opportunity," he continued, "must have excellent prospects for catalysing transformative systemic change. GOAL investment opportunities will:

- Build on Atlantic's strengths
- Be big (in terms of lasting impact, not resources required) and distinctive
- Leverage Atlantic's comparative advantage and/or brand (if we don't do it or start it, it likely won't get done)
- Be feasible (have a reasonable prospect of being accomplished within our time constraints; appropriate leaders/organisations can execute the work)
- Be ripe (tipping point; window of opportunity)
- Where the goals are longer-term, be sustainable."

Grants would be chosen based on the size of the affected population and of the economic impact; the likelihood of reaching "influential or broad public audiences," particularly with "credible and compelling" evidence; the amount of money from other sources that could be attracted to the cause; and the prospect of prompting significant changes in "policies, practices, behaviours, public narratives, and perceptions."

The proposed framework, which the Board approved on December 9, 2013, involves grants at three levels. The first would seek to **"consolidate, synthesise, learn, and communicate for impact"** in fields where Atlantic has already achieved important results. The objective would be to sum up important experience, research, and lessons, and present these to "experts, leaders, and influencers."

The second level would **"marshal catalytic human capital and communities of learning"** — that is, gather and support influential people to help them exert as much leadership and influence as possible, individually and collectively. In some ways, this kind of work reflects one of Mr. Feeney's longstanding philanthropic preoccupations: creating environments (literal and virtual) where gifted people can learn, cooperate, and exchange ideas. Close to one-third of Atlantic's grants, by Mr. Oechsli's reckoning, have been dedicated to human capital development of one form or another, and this aspect of GOAL would be designed to expand on and solidify that history. Possible grants under this heading, according to the December 9 framework, might include "fellowship programmes, repeating forums, extended joint research programmes, and prizes for promising catalytic work."

The third level aims to **"support lasting catalytic institutions"** — Mr. Oechsli sometimes calls them "champion organizations" — that are capable of making a large-scale and lasting difference in one or more fields where Atlantic has worked. Grants in this case would not be primarily for sustaining the institutions — on the contrary, they would be chosen precisely because they are already strong — but to help them "focus on game-changing issues that are ripe for resolution or near an inflection point for systemic change." In both of these last two categories, many of the grants would be large, and most would involve dealing with especially prominent people and institutions, so it will probably be necessary to retain authoritative outside advisers to plan and execute a strategy.[6]

The three levels are not meant to be separate and mutually exclusive. Some projects may touch on more than one level (for example, support for a "champion institution" might enable that institution to convene experts and produce influential publications, thus encompassing all three categories). The point of separating them is to make clear that GOAL aims at marshaling three kinds of leadership: big ideas, outstanding people, and vigorous institutions. "We have invested heavily in all three of those things," Mr. Oechsli said in a mid-2013 interview. "This isn't starting from scratch. But it's an attempt to pull together the various kinds of leadership and influence — the learning, the people, and the organizations — and focus them on things that are ripe for big change."

This involves a broad scanning of the horizon that Atlantic has not engaged in across the whole institution for a long time — arguably not since it created its four core programs in 2002. As Mr. Oechsli describes it, "In any enterprise, you get so invested in what you do, in executing and getting results, that you don't have the time or the energy to ask the big questions. There are a limited number of hours, and there's a lot of thought that has to go into the execution end of the spectrum: who's the right grantee to achieve this outcome? How long is it going to take to achieve, and is this enough money, or could we do it for less, or whatever? So if we're always on the next grant and the due diligence and the write-ups and getting the answers ready for every possible question, there's not much time for 'What's happening in the field? Where will the next big change come from, and how could we influence that? Is what we're working on still the right thing? And where is it going?'… We have to open our eyes to understanding what's out there, so that whatever decision we make in terms of funding a champion, it's not just a champion from our little world. But we also can't stray too far from the parts of the world that we know, and where we have relationships, because we don't have the time to open it up to everything, everywhere."

How wide open GOAL will ultimately be is still not settled. The current, approved budget for the fund probably understates the actual amount of money that will ultimately be available for it. As a cushion against market losses or liquidity problems, Atlantic in 2012 created an "unallocated reserve," originally estimated to be about 10 percent of the total expected outlays between then and the day the Foundation closes. This fund has been deliberately shielded from any expenditure planning, to ensure that it continues to serve its primary purpose as a fiscal safeguard. Since then, however, mainly because of the strong performance of financial markets in 2013, the reserve has grown considerably —$100 million was added in 2013 as a result of higher-than-expected returns on the Foundation's investment portfolio.[7] Barring any grave market surprises, some or all of this reserve will someday become available for future grants, likely totaling hundreds of millions of dollars. And by that time, all of Atlantic's grantmaking will be concentrated in GOAL.

A post-finale for the current programs

Even after the "objective-specific" grantmaking has formally ended, once all the final commitments have been made and most of the program staff has moved on, Atlantic's work on its longstanding programs will not all be finished. Most grants are designed to be disbursed gradually over a few years, as grantees satisfy the terms of their grants, including the matching requirements. At least in principle, failure to fulfill these responsibilities could result in funds being withheld or payments being modified — measures that most likely will have to be weighed case by case. But with offices shuttered and few employees still on the payroll, Atlantic will need other arrangements for monitoring and management.

"It takes staff to do this stuff," one member of the program staff said, "and just the managing of these grants is going to take experience and knowledge. Particularly when so many of them have match requirements — they're much more complicated [than typical grants of the past]. Just dealing with the financials, you have to know the grantee, know the field, know the other funders. We've always had a lean staff here, so managing the grants has always been a struggle. But once we have hardly any staff — and zero in-house expertise in some areas — well, we're going to have to figure out how we get this done."

The work required for monitoring and managing existing grants will no doubt be considerably less than for a full-time program executive or associate immersed in the intense workload of 2013. But performing these tasks will still demand some substantive expertise in the fields and countries involved. As the person just quoted was implying, even assessing something as seemingly objective and quantitative as a matching grant can require some local knowledge and experience: Is a promised government grant truly committed, or is it subject to legislative action or budgetary contingencies? Does a commitment from a local funder really constitute an increase in that funder's level of support, or is it just a shuffling of funds?

Different programs and offices are weighing different solutions to this challenge. In South Africa, and Viet Nam, for example, some current Atlantic employees will continue, as consultants, to monitor outstanding grants for a period of time. But in other places, that may prove more difficult. In Ireland, for example, labor laws apparently limit employers' ability to terminate employees, pay a severance benefit, and then re-hire the same people as contractors. In other cases, employees may simply be unavailable, perhaps because they have moved on to other full-time jobs. Sometimes, large grantees may be able to function as re-granters or grant managers — as some international foundations have agreed to do in South Africa — by monitoring and disbursing funds for other organizations on Atlantic's behalf.

Except in three countries where offices have closed, there is still time to work out solutions to the monitoring challenge. But in the meantime, some program executives and managers express anxiety about it. As one put it, "this is a situation no one has ever been in before: hundreds of millions of dollars in grants sitting out there with no institution, or very little institution, to keep track of them. I assume we'll figure out ways to get this right. But it's still a little scary."

New ideas, late stages: The view from two programs

In the United States, several longstanding initiatives will conclude in the first half of 2014. These include programs promoting immigration reform and income security for older Americans, as well as a more recent but highly regarded initiative to reform **disciplinary policies in schools**. The effort arose in Atlantic's Children & Youth Program because of an increasing alarm among young people and their parents that schools were responding more and more severely to even minor misbehavior by their students. A "zero tolerance" philosophy was multiplying the number of suspensions and expulsions, even for minor infractions. By 2006 the rate of suspension was already double that of the 1970s. Worse, the increasing presence of police in schools was sharply raising the odds that a student who breaks rules will wind up enmeshed in the juvenile, or even adult, justice system. To add to the injustice, these practices are significantly more prevalent in minority neighborhoods and far more likely to be applied to children of color than to their white peers. Ample evidence shows that none of this actually improves students' behavior or the overall safety of schools.[8]

But besides being inequitable and ineffectual, the drift toward extreme discipline has been wasteful, both in dollars and in human lives. Youth and juvenile-justice experts, toward the end of the 20th century, were beginning to document a "schoolhouse-to-jailhouse track" (later, "school-to-prison pipeline") that was indiscriminately whisking large numbers of young people directly from school-day infractions — things that in earlier years would have resulted in detention, extra homework, or counseling — straight into the embrace of the police and the courts. That expensive chain of events (factoring in police time, court costs, and punishment, at a minimum) produced little or no benefit. Instead, for the student involved, it sharply raised the likelihood of classroom failure, dropping out of school, and further trouble with the law.[9] All of those things, in turn, would eventually impose further costs on society, quite apart from the damage to young lives.

None of this was necessary: Alternative forms of discipline and correction — including mental health care, counseling or mentoring, and other programs in which offenders make restitution or otherwise compensate for their behavior — were increasingly showing cost-effective results. But they were not yet widely understood or adopted.

Pressure to rethink the zero-tolerance trend was building in the 1990s, but it was overwhelmingly local. Much of it was the work of young people, parents, and youth organizers struggling to get the attention of local school districts, where most disciplinary policies are ultimately set. A few were succeeding, at least to a degree. But they were mostly isolated efforts, thinly funded (more often, not funded at all), and far more skilled in frontline, person-to-person organizing than in the more complicated arts of policy development, case-building, legal strategy, and federal advocacy. A few national funders had taken an interest in this movement, though that interest was mostly peripheral — usually a sideline within programs that were aimed more generally at school reform, juvenile justice, or grassroots organizing.

When Atlantic was assessing its U.S. Children & Youth Program in 2008-09, part of a Foundation-wide strategic review, then-Program Director Donna Lawrence spent many weeks meeting with grassroots organizations in cities where the program had been making grants. She was struck by the number of times school discipline came up among the top concerns — not necessarily of school officials or policymakers, but of students and parents. Here, she reasoned, was an issue that cried out for some concentrated philanthropy, perhaps especially from a foundation that would not be around forever, but that could invest significant resources in campaigns that might be winnable in the near term.

The challenge in this area was different from that of general school reform — a multifaceted tangle of political, professional, and social factors that had been defying reformers for decades. Instead, this was an issue that had a clear, demonstrable root cause — a fundamental mistake about the best way to create safe schools and correct youthful misbehavior — and some credible, tested alternatives that could be advanced and implemented. While hardly a simple matter, this was something that could be readily defined, analyzed, and — with an astute mix of advocacy, professional alliances, research, and communication — corrected.

She retained a criminal justice expert, attorney Tanya Coke, to map the field and help develop a strategy. Then, with solid support from the Board and senior executives, she launched an initiative on four tracks: research and data analysis, efforts to change laws and legal procedure, advocacy for better educational policy and practice, and communications to spotlight the issues and solutions.[10] Kavitha Mediratta, whom Ms. Lawrence hired as program executive for the initiative, translated the strategy into two parallel lines of work. The first called for mobilizing parents, young people, and legal advocates to build pressure on policymakers. The second aimed at building receptivity to change among leaders of the education and justice systems, by supplying them with information and ideas about the problems with zero tolerance and the availability of more effective alternatives. The Foundation had to be careful, as Dr. Mediratta put it, not to "anoint one or two Washington, D.C.-based organizations," but to "build on a nascent movement that was already there. … It was a field that had been developing with so few resources that there was necessarily a great deal of collaboration. That was an asset, and we had to be careful not to disrupt it."

Among its efforts over the following four years, Atlantic helped organize the Just and Fair Schools Fund, a multi-foundation collaborative supporting grassroots organizations in 16 states. It has supported a number of national advocacy organizations and coalitions such as the Advancement Project (a pioneer of the field), the Alliance for Educational Justice, the Dignity in Schools Campaign, the American Civil Liberties Union, and the NAACP Legal Defense and Education Fund. At the same time, it has made grants to various research centers and policy think-tanks, including ones at Brown, Johns Hopkins, and Indiana Universities and the Universities of California, Chicago, and Colorado.

One stream of grants set out to galvanize what Dr. Mediratta calls "unlikely allies," such as judges, teachers' unions, and state boards of education — groups that not only don't normally work hand-in-hand with grassroots organizations, but that have tended to favor severe, summary forms of punishment. The Foundation made grants directly to some of these organizations, such as the National Council of Juvenile and Family Court Judges and the American Federation of Teachers, the National Association of State Boards of Education and made alliances with influential leaders such as Judith S. Kaye, the former chief judge of New York State, to convene learning forums. It also underwrote targeted communications by national actors like the Schott Foundation for Public Education and *Education Week*.

During this time, thanks partly to outreach from Atlantic and its grantees, contributions to this movement from other funders have multiplied. Starting with barely half a million dollars from all other funders combined in 2010, grants to this field had risen to an average of $20 million a year by 2013. To be sure, Atlantic's contributions, at $8 million to $10 million a year, are still the overwhelming plurality of the money. But the growth of other sources now seems likely to continue, and thus to ease some of the fiscal shock from Atlantic's departure.

Just as important as the financial contributions has been the personal involvement of Dr. Mediratta and Ms. Coke, who have worked directly with advocates and policymakers to identify opportunities and seize them. One especially promising result has been a growing interest within two federal departments, Justice and Education, which have agreed to work together on highlighting the problem and promulgating solutions. The Obama Administration's engagement on this issue has been the direct result of a steady barrage of research and analysis by Atlantic grantees like the Council of State Governments, dating back to at least 2011, as well as firsthand contact with the two departments by grassroots advocates and Atlantic executives.

The official response from Washington, at the time this is written, has been a joint directive from the Departments of Justice and Education to every school district in the country, warning against the discriminatory use of suspension, expulsions, and arrest in schools. But the possibility of further federal action — for example, incorporating measures of constructive discipline into the way the Department of Education evaluates schools — appears to be rising. If it continues, it could be, as one grantee put it, "a really system-changing step." In the meantime, much stronger state-level reform has been adopted thus far in California, Colorado, and Maryland, with promising movement in other states. And major school districts, including Los Angeles, Chicago, and Baltimore, have made sweeping changes. Many of these state and local advances have been driven substantially by Atlantic grantees, with growing support from major co-funders, including the Open Society Institute–Baltimore and the California Endowment.

By the middle of 2014, the last of Atlantic's grants in this program category will be presented to the Board, and the initiative, as originally designed, will close. At that point, nearly all of the objectives originally set for this line of grants will either have been accomplished or be on a promising path toward success. Funding leadership in the field will then shift to other large donors, including the Open Society Foundations and the California Endowment, which have taken an increasingly prominent role in recent years.

But that is likely not the end of the story. By the time of that transition, Mr. Oechsli also expects Atlantic to have begun training a broader lens on racial equity under GOAL. This next phase of activity would be designed to sum up several earlier initiatives touching on racial disparities in health, education, and criminal justice. Some new work may also result from the Foundation's discussions with the Obama Administration and other private funders, which were already under way as this report was being completed, on ways of improving the life chances of young people of color. Consequently, it now seems likely that even as the specific objectives and strategies of the school-discipline initiative will have formally wound down, the Foundation's involvement in the subject will continue, and some aspects of it may even grow, as grantmaking accelerates under GOAL.

In any event, Dr. Mediratta believes that the movement for reforming school discipline has progressed far enough so that an accelerating wind is at its back, with or without Atlantic's involvement. "Momentum is building," she says. "A diverse range of groups is invested in this issue. The Administration is taking it up. And other donors are coming to the table." On the other hand, that momentum is not, as one donor is quick to point out, the same as saying the field has reached a tipping point: "It's possible we'll see improvements, new policy and so on, in the next few years. But unless we can change the way teachers are prepared, so they learn a whole different approach to discipline, and unless we begin to make approaches to justice more restorative than punitive, I see this problem rearing its head again and again."

"If I could rule the world," this person said, "I'd say the field needs Atlantic for at least another decade. … But I understand. They're ending when they're ending. And the progress they've made possible is nothing short of extraordinary. It's just that this isn't only a policy problem. It's a problem of culture and belief. And you don't solve those in five years, or even ten."

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The focus on American school discipline came relatively late in Atlantic's life, and therefore required intense staff effort and concentrated grantmaking in order to make a difference in the short time remaining. In Ireland, the Foundation's Aging Program took on a new concentration even more recently, when it adopted a focus on **dementia** with just three years left before the program ends and most staff members are gone. In Ireland, however, the public policy environment for dementia in 2012 was considerably richer than it was in U.S. education circles in 2009, when Atlantic embraced the reform of school discipline. The short time horizon therefore seemed less like an obstacle in Ireland and more like an opportunity: a chance to use the pressure of time to propel serious change.

Several factors made an entry into dementia care and policy an attractive proposition for Atlantic's Ireland office, even at this late date. The first was a public commitment from the newly elected government of Ireland in 2010 that it would adopt a National Dementia Strategy. This pledge was won largely through artful advocacy by an Atlantic grantee, the Alzheimer Society of Ireland. But there was also a parallel effort among some civil servants who were eager to overhaul the way people with dementia are treated, not only in hospitals and nursing homes, but throughout the health-care system, in other public services, and especially in the communities where they live. These reformers sought Atlantic's endorsement early on, believing that it would help them win credibility and make concrete gains within the bureaucracy. ("You can be a lonely voice in a complex system such as this," one of them said. "Sometimes you need an external voice to say, 'No, listen. This is really valid.'")

As a crucial first step in the reform process, and a sign that the issue was ripening, the government agreed to join with Atlantic in sponsoring what became a seminal report, titled *Creating Excellence in Dementia Care,* authored by longstanding Atlantic grantees.[11] This furnished the government with a critical baseline of research and policy analysis on which it then proceeded to build its dementia strategy.

Roughly a year later, the government established a high-level working group, comprising public officials and several Atlantic grantees, to draft the promised strategy. If adopted, the group's draft would commit the entire government, not just the health services, to a coherent approach to people with dementia. It would promote practices that have solid evidence of effectiveness, emphasize early detection and intervention, and integrate responses to the physical, psychological, and social needs of patients and their families. Not coincidentally, these themes directly track Atlantic's analysis of the needs in this field, and they reflect its steady advocacy with senior health officials. The strategy was nearing completion at the end of 2013.

Yet another reason why dementia seemed like the right challenge for the moment — and the principal reason that Atlantic has been able to make so much progress on it — is that the Foundation already had more than enough stature to be highly influential in this field, thanks to several strands of earlier work in Ireland. The first and most obvious of these was its past initiatives in the Aging Program, which included extensive efforts on end-of-life treatment (where it is widely credited with galvanizing the field of palliative care), as well as years of support for research, data collection, and advocacy on the condition and needs of older people. A bit of this work — for example, support for advocacy by the Alzheimer Society, and for an ambitious neuro-enhancement program at Trinity College — had already touched specifically on neurodegenerative diseases.

More indirectly, but just as important, by 2012 the principles of evidence-based practice and early intervention had become all but trademarks of The Atlantic Philanthropies in Ireland. That was the result, in large part, of the Foundation's decade-long effort to subject a wide range of early-childhood demonstration programs — all built on the principles of prevention and early intervention — to the most extensive and rigorous evaluations in the history of the Irish state. But even beyond that, Atlantic has been a trusted collaborator and adviser to Irish governments on many issues for more than two decades. That history has created a reservoir of good will and confidence that made the

Foundation, in one health official's phrase, "a logical partner for us, and a very authoritative voice for good policy. They have a lot of expertise on board, and the credibility of someone who's independent. So for them to get behind this was absolutely catalytic."

One more factor made dementia an appealing final act for Atlantic in Ireland: the opportunity for international influence. Because the Foundation adopted dementia as a priority in Northern Ireland as well as in the Republic, it was already positioned to have an influence in Great Britain. But attention to dementia had also been building on the continent, leading to the recent formation of a Joint Program in Neurodegenerative Diseases. Ireland and some Atlantic grantees are playing significant roles in that program and see an opportunity both to learn from and to inform European policy. Atlantic has also invested in dementia care in Viet Nam, though to a lesser extent, and several of the research and medical centers the Foundation has supported in the United States, Australia, and elsewhere are doing important work on the subject.

All of this suggests the possibility of drawing lessons together across several nations and continents and contributing to creative thinking about dementia worldwide. As Chris Oechsli wrote to the Board in 2012, "dementia is a problem of growing global significance, where care and management solutions are increasingly important. Ireland could become an international exemplar of how to deal with this problem."

In Ireland, Atlantic's approach to dementia focuses, in the first instance, on completing a strong National Dementia Strategy and ensuring a full and responsible implementation. That in turn would be expected to lead to a gradual transformation of attitudes and standards of service, involving timely diagnosis and early intervention, adoption of best practices in national programs, and systemic reform to integrate treatment across hospitals, clinics, and community-based support services. A core principle, for both Atlantic and its grantees, has been to remove the stigma and invisibility attached to dementia and instead to place patients visibly and actively at the center of their care and in the midst of their communities, as contributing members.

In the first phase of the program, from 2011 through 2013, Atlantic has been working with Ireland's Health Service Executive, the agency that manages the public health system, to put in place some building blocks that will be critical in changing attitudes and practices. One example, jointly funded by Atlantic and the government, has been a set of demonstration programs in four localities, carried out by Genio, an organization Atlantic helped launch that specializes in human-service innovation. This Dementia Demonstration Initiative involves reorienting care and services for some 3,000 people with dementia, turning away from a primarily medical, institutional model toward one that encompasses community-based services, families, and home care. The demonstration is expected to produce both superior outcomes for patients and families and reduced cost for the government. On a separate but related track, Genio has also started working with eight additional hospitals and community care centers, helping them adopt case management and other techniques for discharging patients earlier and more effectively into community-level care.[12]

Other grants aim at raising standards of practice and enlarging the workforce in dementia care. These include a grant to Dublin City University to train and deploy 3,000 people in the sector, as a first step toward a much broader National Plan for Workforce Development. The university is also working with the Alzheimer Society of Ireland to create an initial cadre of 600 Dementia Champions — nurses and other caregivers who will embody and try to promote the principles of preventive and "person-centered" care. Another potentially far-reaching project is the development of a national tool for assessing frail older people and establishing "care pathways" that ensure an appropriate level of care at each stage of the disease, with well-integrated services that address each patient's particular range of needs.

"The conditions and building blocks are in place to enable framing of a substantial and innovative dementia strategy for Ireland," Program Executive Tom Costello and Program Associate Sarah Donohoe wrote to the Atlantic Board in late 2013. They added: "The approach we have adopted to move dementia up the policy agenda has succeeded beyond expectations, and what now remains to be done is to leverage this progress into an ambitious NDS [National Dementia Strategy], with clear implementation targets, timelines, resources, and accountabilities."[13]

It's bracing to note that, at the time that was written, "what remains to be done" was not a prospect for the next four or five years, but for the next 12 months. Current plans call for final grants to be presented to the Board by mid-2014, by which time the full dementia initiative (not counting a few earlier forays) will have barely reached its fourth birthday. Yet the Foundation and the government hope, by that time, to have set in motion something that could become a self-sustaining process of national reform touching every aspect of care, service, and family support for people with dementia and revolutionizing the way the country's whole, complex health system thinks about and responds to the disease.

Final grants will be paid out over another few years, and the model-building work of Genio, the health executive, the universities, and other key players will continue over that period. Some of these grants will support independent research and evaluation through Ireland's Health Research Board. Such evaluations are intended to keep the government's attention focused on evidence of what is working and what isn't, and on which elements of the new system are producing the best results for patients.

Ongoing evaluations, Mr. Costello and Ms. Donohoe wrote, will ensure "that there is independent capacity to hold stakeholders including government to account, and that a growing number of talented research and policy leaders are helping drive continuing commitment to excellence in dementia care in Ireland and internationally."[14] In many other contexts, it might seem optimistic to invest that much hope in the power of evaluations. But in the increasingly data-hungry environment of Irish public policy (a hunger that is itself a by-product of Atlantic's programs), a durable capacity for analyzing results and recommending improvements may well be the most influential legacy the Foundation can leave in this field.

II. PERSONNEL: A ROADMAP FOR EVERY EMPLOYEE

Once the period of exhaustive programmatic review had begun to wind down at the end of 2012, Atlantic's senior managers were able, as one put it, "to take a deep breath and a step back." They could shift their field of focus from individual grants, objectives, and programs — how each would conclude, what each would accomplish, how much money each would require — and begin to envision the institution's conclusion as a whole. One staff member compared this shift to the period in a theatrical rehearsal "when everyone has learned their lines and mastered the blocking, and they start to experience the whole play coming together."

At a senior leadership team meeting in January 2013, Chris Oechsli launched this new phase of end-stage planning by, as he put it, asking "each one of the functional management heads to project what they needed," based on the specific type of work that would need to be performed between then and the end of the Foundation. "And then," he added, "let's translate that into, 'What does it mean for staffing levels?'" The crucial insight in that meeting, some participants recalled later, was that the end of Atlantic was going to be defined partly by the size and nature of the staff at each stage of conclusion. *What* the institution could do would depend partly on *who* would be available to do it. The map leading from now to the end would be demarcated largely with personnel decisions.

There would be an important psychological component to this as well. The preceding two years of strategic adjustment, with their intermittent, sometimes unexpected rounds of downsizing, had given everyone a firsthand taste of what happens when a staff starts to be reduced. The experience was far from ideal: employees started to feel anxious, and in some cases suspicious; their uncertainties began to affect internal morale and to provoke concern among grantees and other funders. "You didn't know every morning," one employee recalled, "whether that would be the day you'd get the tap on the shoulder." Said another, "I wouldn't dare promise grantees I would do something if it was farther out than a couple of months, because I couldn't be sure I'd still be here. And I think they noticed that."

Senior managers were already determined, by 2013, that future rounds of staff reductions would be more planned and better communicated. With Mr. Oechsli's January request for a projection of organizational functions and staffing levels, it would soon be possible — at least in rough terms — to map out every unit's staffing needs through to the end. With a little additional work, and some allowance for unforeseen events, it would then be possible to set at least an approximate date for every employee's last day of work. But that possibility raised a difficult question: Once this information was in hand, would it be better to notify all employees of their projected tenure as early as possible? Or would that create a kind of funereal atmosphere, in which employees might fixate on their end dates and begin to detach or feel dispensable?

"We debated the pluses and minuses," Mr. Oechsli says. "You could do the standard corporate thing, where someone knocks on your door one day and says 'Your time's up. And could you fill up these boxes and leave right now?' Or you could have people, in theory, working in contented bliss till the last minute. That wasn't what anyone wanted. … But I don't think there's an obvious solution. In the end, people overwhelmingly wanted clarity. And we decided that clarity would give people some time to plan. It would, I hope, eliminate some anxiety."

But clarity, as a few employees pointed out, is a highly contingent asset. "It's a little like being offered a genetic test for a disease," one senior manager said. "People want to have the test, but only so they'll know they won't get the disease. Nobody wants the kind of clarity that says, 'You're a goner.'" Some Atlantic employees were no doubt going to end up with unexpected and unwelcome news. But at least none would be left guessing. And given some advance planning and careful handling, the news could be delivered with sensitivity and respect, "in a way that conveys to people how much we value their contribution," as one manager put it, "even if that contribution — like everyone's, ultimately — has to end."

Many staff members were also aware that, late in 2012, Founding Chairman Chuck Feeney had been pressing for an accelerated timetable of program exits and staff reductions. Over the years, Mr. Feeney had often expressed concern about ensuring the reality of a limited life for Atlantic and not allowing the timetable to slip. He had also been accustomed, in his business career, to swift implementation of strategic decisions, and he was consequently wary of anything that appeared to be drawn out or halfhearted. Although he was open to persuasion on the value of a gradual, stepwise conclusion for the core programs, many staff members knew that his first impulse would be to cut more swiftly. At least some employees consequently feared that the "tap on the shoulder" would come much sooner than they originally expected. Some expected their last day to be mere weeks, or at most a few months, away.

Charting the road and its ending

In late March 2013, the senior leadership team met again, with deliberations now under way to produce the functional forecasts that Mr. Oechsli had requested at the January meeting. Taking stock of the progress so far, he directed senior managers to begin mapping out specific proposals for the Foundation's structure and staffing over the remaining years. Armed with the expected grant pipeline, approved program strategies and termination dates for each line of work, and the current employee roster, they were now to begin consulting with all their subordinates to estimate which staff people would be needed at each remaining stage of work, and to seek out individual employees' career goals and expectations about their future. He then asked them to "build on these consultations to create a proposed staffing plan that addresses Atlantic's priorities."[15] At this point, the goal was to complete the staff consultations in April and have most major decisions finalized by June. In an e-mail to senior leaders after the meeting, Mr. Oechsli wrote:

> My general request is to be interactive, constructive and flexible in this process. Not many organizations plan their demise when they have considerable sums left in the treasury. Chuck set out to have Atlantic be different, make a big difference, and to do it well — and then end well, maybe even with a dash of panache. This is a part of that process, and we will learn something and improve our approach as we advance.[16]

With that general instruction, he launched what became known as the "Roadmap for Atlantic's Final Phase," the central part of which would eventually be a "trajectory" — including a tentative concluding date — for every employee. To reach that goal in a way that would be seen as fair and transparent, the initial consultations with staff would need to straddle a difficult divide: They would have to be affirming and supportive, but they could not raise unrealistic expectations. Human Resources Director Maria Pignataro Nielsen provided the following guidelines for managers (quoted here in abridged form) as they embarked on their consultations with staff:

- Provide enough time and space prior to the end of April for a private and meaningful one-on-one conversation with each of your staff as well as your own manager.
- Please prepare for these meetings using the strategy and planning tools available to you [program strategies, pipelines, budgets, etc.] and contact HR if there are other resources which could be useful, such as department charts or job descriptions.
- Encourage staff to be candid about their preferences. For example, some staff may be ready to move on and embark upon their next career. Others may … be open to the idea of reduced schedules, part-time work, consultancies, or other possibilities. Of course, we cannot accommodate every preference, but we will try to do so when personal preferences align with organizational priorities.
- Now is a good time to share thinking about how staff can conclude Atlantic's work to maximum effect. Treat these discussions as opportunities for creative, generative thinking while being clear that the solicitation of ideas does not mean endorsement or likely approval.
- Do not establish — and do not have any of your staff establish with others — any trajectories or dates certain until these have been formally reviewed and approved by Chris as part of a broader roadmap process and plan. This process has to account for a range of staffing possibilities, and staffing arrangements should not be communicated or established until all staff and managers have weighed in.
- While we would like to provide as much clarity as possible, we can't provide staff with estimated end dates before we bring together these streams of work … Even then, some staffing plans will have to remain provisional, because we will need to adapt to evolving circumstances as we complete all of Atlantic's work.

- At a time of uncertainty, employees may feel vulnerable and try to read "signals" which can be misunderstood or misconstrued. Encourage them to remain in dialogue with you about personal concerns and planning, both to relieve worry and to improve coordination between individual and institutional decision-making.
- Staff should know that HR remains available to them at all times.
- Managers should take notes during these discussions. People can hear and interpret differently during personal or broad-ranging conversations, and notes can be helpful in ensuring that everyone's on the same page of the planning process.[17]

As these initial consultations got under way, Ms. Nielsen admits, "I was incredibly concerned about how this was going to come off. … Once departure dates become real, and they're no longer abstract, it can be very emotional. We wanted to reduce anxiety or distraction and at the same time keep people focused and engaged. But I think the process was softened by a couple of things. One was that in the initial conversations we sought feedback, and that feedback was incorporated into our subsequent deliberations. … People had a chance to talk about what their personal concerns were and personal interests. Were they going to go on to retirement? Did they want to go to school? Did they want to stay in philanthropy or completely change careers? And how could we align that with what the organization needed? So there was buy-in there at that early stage. I think they saw that we really took [the consultative process] very seriously. And they saw that [decisions] were not going to be based on subjective concerns, such as favoritism; they were going to be driven by objective criteria — the work and the pipelines — as much as possible."

Meetings were occasionally emotional. But more often, country directors reported that the greatest concern among program employees was not what their next career move would be, but how their particular programs and their relationships with grantees would end. "Look, I know that my time here is short," one program employee said several months later, "and I've known that for a while. I don't think anyone is going to tell you, 'Oh, my goodness! I don't have a clue how I'm going to pay the rent!' We've had a lot of time to think about what lies ahead for us, even if we don't have all the answers. The thing I worried about, and still worry about, is will I be able to finish in a way that does Atlantic credit, that leaves everyone feeling right about having worked with us — and that when I walk out the door I can be proud of."

Discussions were sometimes tense, another employee related, when staff members and their supervisors disagreed about how much time and person-power would be needed to conclude effectively. In those cases, perhaps unavoidably, the meeting did not end with full harmony. "But even then," Ms. Nielsen points out, "everyone had the chance to weigh in; everyone was heard. No one had reason to feel that a decision was made without their knowledge, and without their concerns being taken into account."

Among non-program employees — the many operational staff members who handle budgets, manage communications, and provide legal, administrative, financial, and technical services — the personal concerns were somewhat less fraught than for program staff, at least in many cases. Most operational employees have skills and experience that can readily be transferred outside of philanthropy, so their career prospects are less likely to be limited by the foundation job market alone. Still, many members of the operations staff had the same concerns as their colleagues on the program teams: Will their departure leave enough time to complete their work and leave behind a record that reflects well on them and on Atlantic?

The psychological dynamics were also slightly different for employees in operations. In the early round of staff reductions, most of the program positions being eliminated would be in areas of work that were expected to end. In operations, by contrast, most positions were being eliminated in areas of work that were still ongoing, though on a declining scale. From an individual employee's perspective, as one operations staff member put it, "If you tell me you still need people to do my kind of job, but you don't need *me* — well, that's maybe going to sting a bit." This employee was quick to add, however, that "I've been planning my next steps for a while, and I'm ready to get on with it. For me, I'm trying hard not to think of it as personal, and I understand how the decisions are being made, so I have no complaints."

Decisions and notifications

In hindsight, the original plan to complete the major Roadmap decisions by the end of June was probably not realistic. But by mid-July, Mr. Oechsli was able to report to the full staff that the senior leadership team was "in the final steps of reviewing the broad functional needs of the organization and manager recommendations. We will shortly engage in follow-up conversations with managers and staff in that context. Following final approval of those recommendations, an SLT member or your manager will meet with you individually no later than mid-August to talk about the duration of your employment at Atlantic." This second round of meetings, unlike the first, would convey final decisions, in which every employee would be given a target date for his or her departure.

He went on to explain that some of these dates would be firmer than others. Some staff members would receive a "specific departure date" that would provide "a relatively fixed idea" of when their service would end, barring some unforeseen circumstance. Others would get a "provisional" or "employed-through" date, which would give at least some clarity about their future tenure, but which might be extended depending on the future workload. Either way, he acknowledged, the news might be unsettling:

> We have done our best to incorporate information from a wide variety of inputs and consultations and to base staffing decisions on organizational need and, where consistent with the best interests of the organization, the personal preferences of individual staff members. Nevertheless, there is inevitably an

> element of subjectivity to these decisions, and at the end of the day, these decisions must be my responsibility.
>
> Each of us as individuals will have to reconcile ourselves to the roadmap in our own way. Understandably, there may be feelings of loss — of jobs, of professional identity, of personal relationships, of Atlantic as an entity itself — and we will need some time for appropriate reflection and acceptance. But I ask each of us to focus on preserving the close and collegial atmosphere that we have been fortunate to enjoy, and to think creatively and constructively in our ongoing work as well as in developing our respective future plans. Please use all of the resources that Atlantic has to offer — severance planning, outplacement support — and do your best to make the most of our final phase in a way which befits the exceptional opportunity that Chuck afforded us over 30 years ago: to participate in investing in achieving good. [18]

As promised, nearly all employees got their notice in August, in face-to-face meetings with their supervisors. The decisions were then confirmed by letter. To prepare for the face-to-face meetings, Ms. Nielsen had circulated a set of formal guidelines for managers, containing necessary information and suggested language to ensure consistency, clarity, and legal compliance. Separately, she also sent a set of "helpful tips for roadmap conversations," intended to help managers deal with stresses and emotions that might arise.

The tips included scheduling the meeting in advance, clearly indicating what it will be about, and being "clear, succinct, and direct" in conveying the news. "You may need to repeat the message to be sure it has been heard and understood." Some suggestions give an idea of how difficult Ms. Nielsen and her colleagues thought the conversations might be:

> Try to meet in a quiet private room or office, with no phone calls or interruptions, and ideally a place where you can leave the employee alone for a brief period if they need to gather themselves after receiving their departure date. Having a discreet box of Kleenex and a fresh cup of water on hand can be helpful just in case there is a strong emotional reaction (whether positive or negative). …
>
> Be genuine, and if you are met with an upset reaction, don't be reluctant to show that you care. This will help you deliver the message more effectively, and allow your employee to take in the message more readily. (It's generally true that managers care very much about the effect on the individual, but can fail to convey this if a situation is fraught.) In these cases, try to acknowledge the emotion your employee is displaying. Statements that might be useful are, 'I know that this may be difficult for you to take in,' 'I can see that you are upset,' etc. However, don't say how difficult this is for you, or appear irresolute, or respond with negative emotions of your own (e.g. anger, frustration). *This is all about the person getting the news.* [emphasis in the original].[19]

In the end, though a few conversations were emotional, the tissues were rarely needed. Ms. Nielsen said, "There was a lot of sadness, but it was professional sadness. It was so much less fraught, so much less confrontational than we thought it was going to be, or emotional, or disruptive. I think when people finally had their conversations, the overwhelming feedback that we got was relief. People said things like, 'Where else are you going to get 12 months' notice?' and, 'It's been a privilege to work here,' and 'There will never be another employer like Atlantic.'"

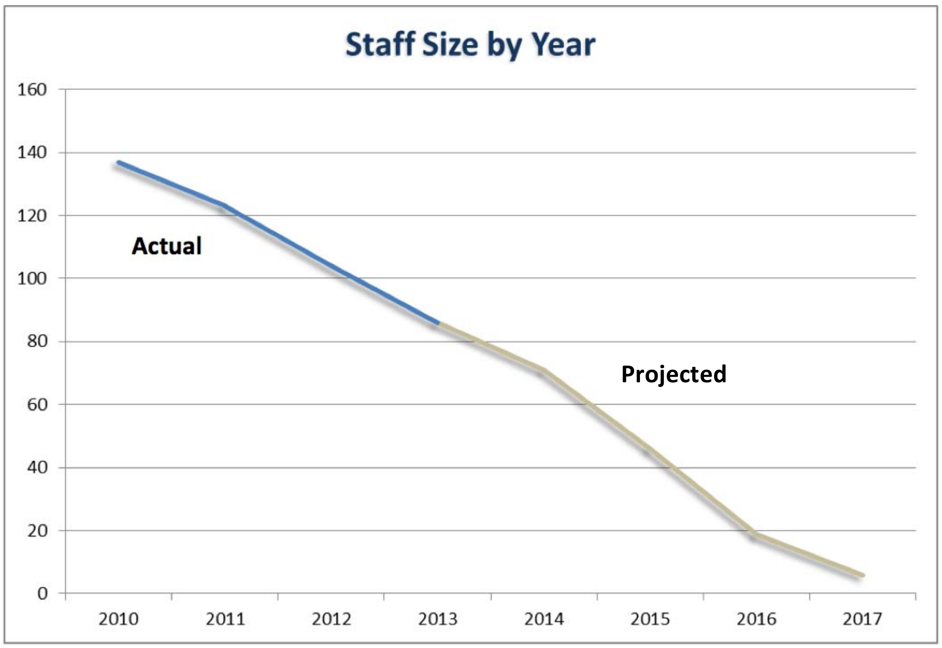
In confidential interviews later in the year, many employees and managers confirmed Ms. Nielsen's impression of the emotions involved. "I was pleasantly surprised, frankly," one person said. "I expected to be told I had two months left. I was already mentally packing my bags, and here I've got another year to go." It helped, several people said, to be told that there would be no "tap on the shoulder," or being told that they had only two weeks left. Virtually all employees wound up with a departure date at least six months in advance and most departure dates were even further in the future. There would be no further force reductions in 2013. And regardless of whether the departure date was earlier or later, employees knew they could expect severance benefits based on their length of service — benefits that were substantially higher than average.[20]

"It was hard, obviously," said an employee who got a relatively near-term date, "even though it was about what I was expecting. Once I knew what was in the pipeline, it wasn't too hard to guess what the implications would be. Still, it was a relief to know it wasn't going to be *worse* than I expected, and it was a great relief just having it cleared up and settled. I went home that night thinking, 'Well, now I can start planning anyway, and there's no more mystery."

Yet despite the relatively calm reaction at first, some disquiet — and in a few cases ill feeling — did surface, sometimes well after the news had been delivered and accepted. "We were on a high that everything went really well," one manager said, "and we were gratified and relieved. But then we started talking to people after the conversations concluded, and we realized this was, as we had anticipated, incredibly emotional for people. Even for the people who were the most professional and mature and contained, it was at best bittersweet, and at worst raw. Feelings were very raw."

In some cases, employees' more negative reactions came not in response to their own news, but when they learned through the grapevine of other people's projected dates. The staffing plan provides for a diminishing number of people year by year, but there are still nearly 20 people expected to be on the payroll in 2016, working on GOAL and managing ongoing business, including grants that are still being paid. Some employees were therefore chosen to stay through this extended period; most were not. In their official Roadmap conversations, employees were told their own separation dates, but not those of their colleagues. That information took a little time — though not a lot — to leak out through informal channels. When it did, some resentments inevitably arose.

"The way we did it," one manager said, "is that I spoke to you, and then, so far as I'm concerned, what you decided to do with the information was entirely up to you. I mean, one thing is the privacy issue. The information belongs to you, not to me. If you want to go to the kitchen immediately afterward and tell your colleagues, that's fine. But on the other hand, you might decide: I don't want to tell anybody — for whatever reason of your own. And that's also your entitlement. … But what's happened, and what I expected to happen, was that people have just put the pieces of the jigsaw puzzle together. And in [each office], people have either told one another or they've figured it out."



One decision seems to have elicited all but unanimously positive reviews: Departure dates will be limited to just twice a year, in June and December. The experience of watching colleagues pack boxes and say farewells is emotionally taxing, and the adjustment to departures within a team are logistically difficult as well. In the past, coping with separations one by one, attending a farewell party every few weeks, made for "a dismal atmosphere," one longtime staff member said. "There's just so many cardboard boxes you can deal with marching past your office week after week." At least in this arrangement, the cardboard will come and go more or less at once, the farewell parties will be clustered together, and normal life will then résumé, at least for the next six months.

As the headcount dwindles, many units are going to have to become accustomed to working differently — as one manager put it, "doing things in a simpler and more streamlined way. We can't produce ten reports; there will be two reports. And we have to decide which two they will be. There has to actually be a diminution in the volume of the work in order for this to be manageable." The point may seem obvious at first glance —

fewer people implies less total effort — but as a practical matter it may be more complicated. Not all responsibilities necessarily decline in direct and immediate proportion to the number of grants being made. Budgets still need to be produced, monitored, and adjusted, whether they are large or small. Grants management and legal work may actually increase from time to time, or at least will not shrink at a smooth and fully predictable pace. Seemingly settled grants will encounter obstacles and raise surprises, all of which may demand more effort and attention than expected.

But henceforth there will be fewer people to share the load. When a staff is large and one member of a four-person team takes ill or goes on holiday, people are available to cover the work. When the team is reduced to one person and the rest of the institution is similarly lean, the work may have to wait, or be done in a more elementary or efficient way. For organizations that have always been small, this is just normal reality. But for an organization like Atlantic, accustomed to a staff of well over 100 people, becoming lean and Spartan could well take some adjusting.

What lies ahead

Shortly after the Roadmap conversations, Atlantic's Human Resources team began working on individual Development and Exit Plans for each staff member who is departing in 2013 or '14. The plans provide a rough timeline for training and career preparation, tying up responsibilities or handing them over to colleagues, preparing and informing grantees, and notifying outsiders, among other things. They also plot out the various education and training benefits available to help employees offset the cost of acquiring new skills for a post-Atlantic career. And employees have access to individual career coaches, periodic on-site workshops, guest speakers, and other life-planning help as their end dates grow closer.

Also in the wake of the Roadmap discussions, late in 2013, the Foundation officially unveiled a new possibility for some departing staff members. In certain cases, it would provide "fellowships" — full or partial salary subsidies — for employees who want to continue doing Atlantic-related work after they leave, as employees of another organization that wants to hire them.

The fellowship idea had been under discussion, in one form or other, for years. Dating back to around 2007, at least one former Board member had envisioned most of the Foundation's work ending with a giant "hand-off" of money and staff to other, like-minded institutions, which would then carry on the work. That idea never caught on with a majority of the Board or management. But the underlying concept remained appealing: One of Atlantic's long-term assets, after three decades of work, is the skill and stature of its employees. In many cases, those could be valuable gifts to grantees and other organizations that share some of Atlantic's objectives, if the employees are willing to make the move.

The emphasis of the fellowships was primarily on furthering Atlantic's mission and its strategic objectives, by seeding the field with dedicated talent and supporting allied organizations. But the benefit to fellows would also be considerable. Besides an additional period of employment after leaving Atlantic, they could get new experience, add a position to their résumé, and continue networking and job-hunting.

By mid-2013, senior managers were starting to formulate a policy for how, and under what circumstances, the Foundation might support an employee's move to another organization — including by paying a portion of the person's salary and benefits for a short time. As the policy began to take shape, more and more of the elements took on firm definitions. For example, in a working draft policy circulated in March, an Atlantic-Sponsored Fellowship was tentatively defined as "a full- or part-time employment position at an eligible organization funded by Atlantic for a specified period, up to a maximum of 12 months."[21] To employ an Atlantic fellow, an organization would have to be "directly associated with our program objectives or be engaged in our program fields." It would have to show that its interest in a departing Atlantic employee was based solely on the fellow's skills and experience — not just on the fact that the wage would be subsidized, or worse, on the hope that the arrangement might lead to a future grant. And the receiving organization would have to show that it is not simply displacing some other employee, but is creating a new position that it would not otherwise be able to afford.[22]

The idea of such fellowships — which staff members had been speculating about for more than a year, even though there was not yet a plan or policy behind it — was plainly tantalizing to many employees at every level. But some elements of the policy, as it was beginning to take shape, made the decision about pursuing a fellowship more complicated. Chief among these was that Atlantic would subsidize a fellow's compensation only at the prevailing salary and benefits normally paid to a comparable employee at the *receiving* organization. In other words, the fellow's past salary at Atlantic would be effectively irrelevant. If the recipient organization paid lower wages with fewer benefits, the fellowship would match them but not exceed them. The intent, Ms. Nielsen explains, "was to avoid discontent among employees at the host organization, and for the fellowship to serve as a bridge to non-Atlantic levels of compensation."

Another complicating factor is the one-year time limit. The job of an Atlantic fellow must be, by definition, one that the receiving organization is unable to afford on its own. So, when the Atlantic subsidy expires, the job may well disappear. It's possible that enough money could be raised in the meantime, or the fellow might end up moving into some other, adequately funded vacancy once the fellowship is over. But in most cases, the position would have to be accepted knowing that it could be short-term. In addition, given Atlantic's cost in underwriting the fellowships, employees who accept them would forgo a smaller post-employment stipend for training or further education, which is otherwise part of the normal separation package.

Yet despite these limiting factors, many employees continue to think enthusiastically about the fellowship option, for at least two common reasons. First, many people have stuck with Atlantic — an organization with zero prospects for long-term employment — precisely because they value the mission and the opportunity to make a positive difference in society. For them, the prospect of short tenure is not inherently undesirable, if the assignment is satisfying enough. Second, for employees looking to move up, learn new skills, or build a stronger résumé, a fellowship could present a broadening opportunity, even if it doesn't last more than 12 months.

For example, in late 2013, a grantee held a tentative fellowship discussion with a relatively junior Atlantic staffer and posed an intriguing choice: either (a) use the fellowship for an entry-level position after leaving Atlantic, with a strong probability of moving into a somewhat higher and permanent slot later; or (b) accept a more senior and prominent post, doing a challenging but short-term assignment that the organization won't have money to continue after a year. The prospective fellow thus has a choice between fairly secure employment on a slow track, or a more impressive and demanding experience that won't last. At the time this is written, the conversation is continuing, because the employee sees benefits in both options.

As one employee outside the United States put it, "There just aren't that many ways to do good out there and still make a living. You can volunteer, if money's no object. Or you can wait for one of the few vacancies to open up. But you can't expect this tiny number of organizations, with their tiny budgets, to just throw open the door and say, 'Yeah, you're great, we'll just find a way to hire you.' If I can work in [this sector] for another year, instead of totally changing careers — well, I take that as a privilege. And I know I can add value. And who knows what might turn up in a year's time? Okay, so the money won't be as good, but it may not be any worse than a lot else that's out there."

In the meantime, Atlantic managers hope that the various options and services available to help employees think about the future won't become a distraction from the present. Between the end of 2013 and the end of 2014, fewer than half the current positions are projected to be eliminated. The rest are still supposed to be on the job in early 2015, and all of them will be doing work that remains essential (in fact, some of them will be shouldering responsibilities formerly handled by several people). "I worry about this from a management perspective," a senior executive said in late 2013. "It is pretty tricky to, on the one hand, be asking people to work really hard and to give their very best, and at the same time to have them meeting with financial advisers and meeting with career coaches and shining up their C.V.s and thinking about their futures and all of that. It's difficult. It's a challenge."

What might prove to be the most difficult challenge hasn't yet arisen, but it easily could: An employee suddenly gets a great job offer, one that isn't likely to come again, but her work at Atlantic is far from finished. The staff, by that time, may be greatly reduced, and there could be no one else who can take over her responsibilities. Leaving now would mean, under a strict reading of the rules, that she would have to sacrifice all or most of her severance benefits. In that case, does Atlantic celebrate her success and bend the rules, or penalize her for her premature departure? And whichever route it chooses, how does the necessary work then get done?

"We haven't had a situation yet where it's come to a real disagreement about the timing of a departure," says Ms. Nielsen, the human resources director. She adds that the policy on severance was carefully balanced to provide security for employees when they depart and a retention incentive in the meantime. So decisions about early departures would need to respect that balance. "And indeed, the Roadmap may shift as we go along. In some cases, we have had people come in to HR and inquire, 'What if I get a job offer? What would happen in this scenario? Or what if that happened? What should I do? Who should I talk to, and how would they handle it?' I've encouraged them to raise it, bring it up with HR and with their managers, and where we can accommodate it, we will."

Some of those "open consultations" about changes to the official departure dates have already taken place, and more will surely follow. Not all of them will end in complete agreement, of course. But even then, Ms. Nielsen notes that employees who decide to leave early anyway would still be entitled to a portion of the exit benefit under a provision in the severance policy for "phased severance." "We knew that departure dates and subsequent opportunities wouldn't neatly coincide in every instance," she explains. "But I have been careful to say very explicitly to managers: Our people are going to be watching very closely to see how their concerns are handled at the managerial level. … We have to make sure that if we're encouraging people to be candid with us so that we can plan effectively, that we're going to try to be as flexible and accommodating as possible to them in return."

III. PUBLIC INFORMATION: A LEGACY OF KNOWLEDGE

When Atlantic completes the last of its work and fades from the philanthropic landscape, parts of it will nonetheless remain behind. Some of those remnants are indirect but powerful: its current and former employees, its grantees, the people they employ and serve, and the people whom all those people go on to influence. But other residual aspects of Atlantic's work will be more direct and literal: The Foundation has produced, and will leave for posterity, an enormous body of information — data, experience, lessons, principles, ideas, cautionary tales, the accumulated intellectual harvest of 35 years of grantmaking. Where this information goes — to whom, by what means, in what form, with what kinds of promotion, outreach, and access — will help to determine how long the institution's direct influence will last and the reach, across time, of its experience.

The first and most public doorway into Atlantic's information legacy will be its website. At the time this is written, the site is still the public face of an active, ongoing philanthropy. It will soon be the public record of a closed enterprise. Those are two fundamentally different tasks for online communication. Making the transition from the first to the second is likely to take well over a year and to require extensive outside technical help. So in November 2013, Atlantic issued a Request for Proposals seeking a "digital partner to conduct research, design, content creation and programming for the final phase of our digital communication platforms."[23] Proposals were due before the end of the year, and a winner was to be chosen in early 2014.

At this point, the website is relatively traditional for a large, contemporary foundation. Last redesigned in 2009, it contains major sections that describe the Foundation itself (its history, structure, finances, staff, Board, and so on), explain its philosophy and strategy, and provide a searchable database of grants, publications, speeches, and videos. The site is updated regularly as new information becomes available, including occasional notes on how it is managing its conclusion. Except for this last feature, a regular visitor to other foundation websites would find Atlantic's familiar — neither too limited nor especially innovative. Like many foundation websites in 2013, it is not mobile-friendly, but it is simple to navigate on a desktop computer. It is, as one staff member put it, "a good resource for grant- and knowledge-seekers."

But a final website will need to be different in several ways. Because it will no longer be reporting on active grantmaking, it will need to place less emphasis on news and more on message. Items will no longer deserve priority on the site just because they're the most recent; instead, the Foundation will want to feature the issues that hew closest to its mission and strategic objectives, that spotlight its best work, and that are most likely to inspire action among leaders in public policy and professional practice. As Senior Web

Strategist Elizabeth Cahill put it in a September 2013 memo, "We won't be around in 5-10 years, which is why *we need to envision these platforms now and strategically select technology and content so that Atlantic's legacy online* isn't just a static repository, but rather a *vibrant space that will continue to "live" and be useful to others long after we're gone*"[24] [emphasis in original].

Even if the Foundation were planning to stay open indefinitely, the website would be due for an overhaul. Among other things, it would need to be made more accessible on smartphones and tablets — an improvement that many large foundations were starting to make in 2013. But the impending conclusion to Atlantic's work makes the update even more urgent. Organizing material, setting priorities, and gathering images, video, and other resources is much easier to do when most program staff members are still around to inform the process and supply missing information. Ms. Cahill estimated that "planning for and implementing a website overhaul is an 8 to 14 month process," yet in 14 months, most of the program staff will be gone. Not incidentally, the Information Technology staff will also be smaller by then. There is time enough, starting in early 2014, to produce a fully revised website that will serve the Foundation's long-term needs — but the schedule will be tight.

E pluribus: Gathering in the data

Meanwhile, behind the front door of Atlantic's website lies an enormous repository of publications, memos, research papers and reports, and other documents. Many of these are not yet available through the website, and in fact have only recently begun to be assembled and catalogued. This reservoir of documents will matter, not only for memorializing what Atlantic did and why it did those things, but ultimately for recording, in Chuck Feeney's phrase, "what we have to show for it." As the framework for the GOAL fund makes clear, the Foundation's concluding strategy puts a premium on delivering the best of what Atlantic has learned to the audiences that are the most likely to need, absorb, and use it.

Exactly how that will work — where the information will be housed and managed, how it will be organized and indexed, and how people will be able to get at it — is still in the early stages of decision-making. But in the meantime, there is a mountain of only partly-sorted material to be collected, scrutinized, and, in some cases, converted from paper to digital form. That work began in earnest only in the past 12 to 18 months, most of it coordinated by Atlantic's two-person learning and evaluation team based in Dublin. The immediate impetus for this, and the first priority for the Dublin team, was the closing of offices in Ha Noi and Johannesburg, where decades of information had been accumulating, most of it under the sole supervision of the people working in those offices. By New Year's Day 2014, all of that information had to be packed away, and none of the responsible frontline employees would still be on the Atlantic payroll.

The first stage of this information-gathering and indexing has concentrated on material related to individual grants, or clusters of related grants. These are documents that would ideally have been filed and indexed in the Foundation's grants-managements database.

But that has happened only sporadically in the past, partly because the database was antiquated and badly needed updating (more on that topic in a moment). In many other cases, however, documents weren't directly associated with particular grants. Some papers analyzed an issue, for example, on which the Foundation may have made many grants under different headings. And some analyzed problems that the Foundation ultimately decided not to tackle, or to address only in part. Yet the reports shed important light on the issues and options at the time. There is no tidy place in a grants-management system where these broader documents could be pegged and indexed.

A more fundamental part of the problem was the Foundation's historically decentralized approach to information. The South Africa office provides a good example. There, a single program executive, Gerald Kraak, had been in charge of the Human Rights program from its inception. He considered reports, policy papers, evaluations, and manifestos a critical part of the program's operation, and he published and circulated them widely. But that was a communication strategy largely devised and managed by him; much of it resided in his file drawers, and only he knew the full scope of it.

By contrast, the South Africa program in Population Health had been under several different managers over time. Each had a different approach to written information, but all of them considered at least part of their work to demand quiet, confidential interaction with policymakers — a strategy that leaves much less room for aggressive public communications. Even so, several grantees produced excellent written reports; there were some evaluations and strategy reviews; and other written material (even if not meant for publication at the time) contained valuable analysis and perspective. But unlike in Human Rights, there was no express strategy for using all of this information, and no one person knew the full extent of it.

More than two years earlier, Gail Birkbeck, the Dublin-based strategic learning executive, had begun cataloguing Foundation reports and evaluations, largely on her own initiative. By late 2012 she had already assembled, with associate Sinéad Doherty, a spreadsheet listing hundreds of documents with their topics, authors, and other identifying information, and she was certain that the list was far from complete. Nonetheless, it provided a helpful starting point when the time came to prepare the South African and Vietnamese records for archiving. As this is written, the team is still scrambling to digitize the many papers from those two offices that exist only in print, and to tag and index all of the content.

Until information and learning were defined as primary objectives of GOAL in 2013, the Foundation had devoted only episodic thought to the philanthropic uses of its archive. It had no comprehensive process for keeping track of all the information it funded, commissioned, or produced. Individual program strategies often contained a well-articulated approach to evaluation, research, advocacy, or some combination of the three. But each program dealt with these in its own way. The Foundation's communications team likewise organized its own work — including press and public relations, publications, and the website — according to carefully formulated strategies that were regularly reviewed and updated. But those strategies didn't govern all the other writing and learning going on across the various program and country offices.

For many years, a Foundation-wide office of strategic learning and evaluation, which included Ms. Birkbeck and Ms. Doherty, was able to keep track of many of the research efforts (though not all of them) that were under way throughout the organization. The office's responsibility, at least for a time, also included finding ways to put this information to the best possible use. But its mandate didn't extend far beyond formal evaluations and analytical exercises commissioned directly by Atlantic. Other kinds of thinking and writing — for example, advocacy campaigns, working papers, articles and memos written by staff, publications or research initiated by grantees — only sometimes fell within their purview. Outside those boundaries, volumes of research, writing, and videography went on in various corners of the globe with no agreed-upon plan for how they would be preserved, circulated, and used.

Among the effects of Atlantic's impending closure — and the completed closure of its South Africa and Viet Nam operations and Bermuda's grantmaking function — has been an increased awareness of the need for a comprehensive approach to the archive. Ms. Birkbeck and Ms. Doherty readily acknowledge that they cannot provide the full answer; it would have to draw on many more parts of the organization, including information technology, grants management, evaluation, and communications. Ultimately, the completed archive would need to reside at some outside institution — most likely a library, university, or research center — with the expertise to preserve it and provide ready access to anyone who wants to use it.

Toward the end of 2013, after David Morse was selected as the Foundation's chief communications officer, succeeding Edith Asibey, he was asked to draw the various divisions together and develop a plan for assembling the documents and other information, sorting and indexing it, and arranging for a permanent home in a suitable place. All of that effort was about to begin as this report was being written.

A new grants-management system — 'very late in the game'

Even before it began contemplating the future of its archive, Atlantic had to grapple with a nearer-term information problem. Its electronic grants-management system was old and, by today's standards, primitive. It required that a great deal of information on each grant be entered by hand, as a completely separate step from the normal production of budgets, recommendations, and commitment letters. In other words, the database was essentially an after-the-fact record of the Foundation's work — and a limited one at that — rather than a means of streamlining that work and helping users collect and produce consistent information as part of their regular work flow.

The effort to build a new system started in 2012. As one observer put it, "On the surface, you wouldn't expect an institution to take on something like this, very late in the game, when it's got just a few years of grantmaking left. I mean, replacing the grants-management system is a little like skeletal surgery — it's intrusive, painful, and takes a long time to get used to. But the closer we get to the end, and the leaner the organization becomes, the more we're going to have to rely on efficiency. And the new system is going to be way more efficient in terms of automating and simplifying all sorts of things that were eating up a lot of person-hours."

This task is important not only for routine record-keeping; it's also part of the farther-reaching challenge of assessing the Foundation's efforts and sharing the results. The work of evaluation will continue, in many cases, after the last of Atlantic's grants are made. And evaluators will need access to many kinds of data as they do their work. Having a system that draws data together from several sources and makes them readily available to researchers — without a corps of grants managers to help them — will be important for making sure that evaluations are complete, useful, and timely.

The replacement of a grants-management system would, in any other context, be among the most routine of management processes, hardly worth comment. But in the final stages of an institution's life, as its terminal grants are being booked, employees are departing, and the digital and narrative record of 30 years of grantmaking is being assembled, the transition becomes particularly significant. That is true not just as an administrative matter, but as an aspect of philanthropic mission, defining the body of information that the Foundation hopes to leave behind, and the process by which it hopes people will learn from its efforts, years after those efforts are finished.

CONCLUSION: THE BIG PICTURE

In October 2013, after most of the events in this report were completed or substantially under way, the worldwide Atlantic staff gathered in Tarrytown, New York, for a combination of meeting and celebration. It was the last time that all of its geographic teams would be gathered in one place, and, within a year, close to half the staff would be gone or packing boxes. The atmosphere was consequently a combination of festive and melancholy, part appreciation and part farewell.

"Sometimes people don't speak for themselves," Chris Oechsli said in remarks that opened the gathering.

> Certainly principles and truths don't speak for themselves. Sometimes, the truths we hold to be self-evident are not so evident. Sometimes even when the rights are evident, their delivery is delayed, obstructed, denied. Sometimes, the governments instituted to achieve our desired ends just don't do a good job making things work for us.
>
> And that is where Atlantic, where each of you —each of you — entered the global stage to improve the human condition — with resources Chuck Feeney provided to us, and with equal moral force and determination. …
>
> It is not in the culture of this place, or of Chuck Feeney, to talk about what we do, and, if we do, never in grandiose terms. I embrace that culture. We do our best work when we are not constantly burdened by proclaiming grand aspirations, but are engaged in making the difference in tangible and real ways for real people. …
>
> But today and this week are a bit different.[25]

Unlike international staff meetings of the past, the Tarrytown gathering featured little current business. Whereas previous events of this kind had focused on policy or organizational changes, strategic reviews, evaluations or progress reports, this one deliberately took the longer view, observing Atlantic's history from what Mr. Oechsli described as "a perspective of Thanksgiving." A good part of the thanks were focused on the nearly completed work of the offices in South Africa and Viet Nam and to the grantmaking program in Bermuda, to whose staff the organization was bidding an official (albeit early) good-bye. But some of it was also aimed more broadly, at the decades of collective effort by hundreds of Atlantic employees, past and present, by its Board, and most particularly by its founder. "Thank you, Chuck," Mr. Oechsli said to the absent Mr. Feeney, who was recovering from surgery in New York City. "Thank you for the opportunity to invest ourselves — and the fruits of your labor — in the work we do to make things better for others. What a magnificent gift and privilege that is."

Later, during a break in the proceedings, a member of the staff reflected on the value of this kind of gathering. "Most of us enjoy our work," this employee said, "and we know what a privilege it is to be able to do this. I mean, there aren't that many jobs like this in the world, and a lot of people would kill to do what we do. But most of the time, we're just getting on with it, you know? Maybe now and then we get a chance to sit back and be happy about something we've done, or something a grantee did, or an evaluation that says 'Good job; this worked.' But we hardly ever look at the big picture — what someone's doing halfway around the world and how it resembles what we're doing at home, that kind of thing. Maybe at a Board meeting you get a glimpse of that, but even then, it's a story here and a story there. When you look at the whole thing, it's pretty overwhelming. And it's a completely different experience."

Time after time throughout the conference, participants commented on how rare it was for the far-flung organization — divided not only by geography but by programmatic boundaries, professional disciplines, strategic idiosyncrasies, and a tradition of diffidence that remains deeply ingrained — to come together as a single entity. For its first two decades, Atlantic operated in strict secrecy, following Mr. Feeney's intention to remain anonymous. So complete was the official silence that employees in one country often knew nothing about their counterparts elsewhere, and they almost never communicated with one another. That changed officially in 2001, but some vestiges of the old patterns still remain, though mostly under the surface. In any case, as a longtime staff member put it, "It's good to see the whole as well as the parts. We didn't do that often enough."

Changes in the structure and functioning of the Board of Directors, which took effect at the beginning of 2013, were likewise intended to refocus attention on "the big picture" — a phrase that has come up repeatedly in Board meetings and in individual conversations with members. For years, Atlantic Board meetings were overwhelmed with approvals of individual grants, several dozen of them at each session, voted on one by one. The proceedings, one Board member said, demanded "the strictest schedule, two to three minutes of discussion, then a vote, then the next item. You couldn't get off schedule or the whole thing would unravel. But you also couldn't have any kind of meaningful discussion. I don't think anything was ever voted down, maybe one or two items in all the time I've been here, and I'm not even sure of that. It was just mechanical. No one got much out of it, certainly not any real understanding of what the organization was doing in all these programs and all these geographies." Individual country and program teams did report to the Board from time to time, providing what one member described as "a good understanding of one tile in the mosaic." But only at times of overall strategic review did the Board see the tiles fitting together. And even then, time spent on "the big picture" tended to be brief and fleeting.

In 2012, the Board pared its membership nearly in half, to seven. It then revamped its meeting agenda to feature at least one presentation from some combination of grantees, partners, and staff members, to give a sense of what was being accomplished in a given country or program, what the obstacles are, and what effect the Foundation's work is likely to have by the time it concludes. The point, Mr. Oechsli said after two such Board meetings, was to "engage the Board more in strategic themes, rather than just a grant-by-grant review." The change was partly the result of mounting frustration with the old format, and it might have occurred even if Atlantic were planning to continue on for 20 more years or forever. But there is reason to believe that the pressure of the impending conclusion — the knowledge that a reckoning of sorts lay not very far ahead — may also have been an important impetus for revamping the Board's approach to governance.

The members, said one close observer, "are feeling more of a weight on their shoulders, … a sense that they have to be on top of things." Said another, "it's a combination of size and time — the small size of the Board combined with the limited time left to make a difference. It means they have to be more engaged, alert, attuned to results as they draw closer to the end of our work." Board members began making more regular visits to Atlantic offices and grantees, in small groups, and discussing what they had seen at subsequent Board meetings — all in an effort, as one member put it, "to see how it all weaves together as an enterprise, not just as a bunch of actions."

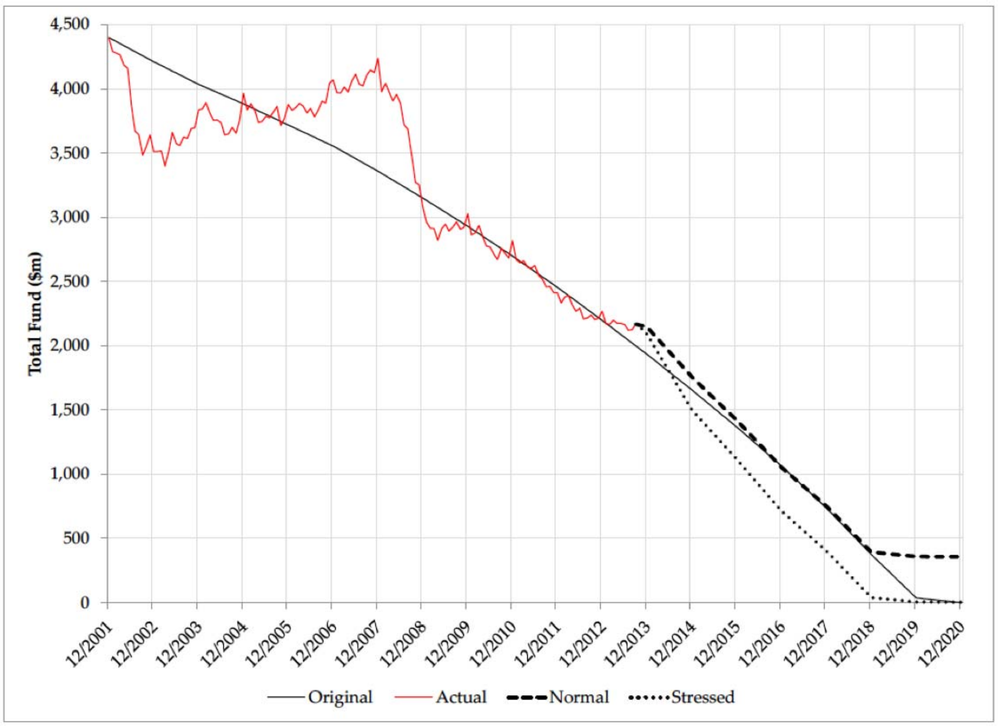
A third event of 2013 may also have had a minor influence in encouraging the staff and Board to keep their focus on "the big picture." In August, Irish journalist Conor O'Clery produced an updated version of his 2008 biography of Mr. Feeney, titled *The Billionaire Who Wasn't.* The new version included several new chapters at the end, detailing internal disputes between Mr. Feeney and some Board members and executives over the Foundation's strategy and direction. Most of these occurred in 2011 and were resolved when the Board membership and executive leadership changed over the next six to eight months. But Mr. O'Clery's account of these events conveyed a sense of crisis and personal drama that tended to obscure the Foundation's substantive accomplishments in this period.

Consequently some Atlantic leaders feared that the book would give an unduly negative impression of the Foundation's overall work, its fundamental objectives, and most of all its fidelity to Mr. Feeney's inspiration and leadership. But by the end of the year, it seemed clear that these fears were mostly unwarranted. The new chapters received some press notice in Ireland, where Mr. O'Clery is particularly well known and Mr. Feeney widely revered, but even there, it appeared that the Foundation's reputation had not suffered. The matter received little or no press attention elsewhere. Nonetheless, at least for some members of the staff and Board, the publication helped reinforce the importance of clarifying Atlantic's activities and results for a wider audience, to make clear that the institution's work, and Mr. Feeney's legacy, outweigh any episodes of disagreement or tension.

Decline and rise

The Atlantic Philanthropies ended 2013 with an endowment valued at approximately $2.2 billion, just under half the value at its 1999 peak and a roughly 3 percent decline from the end of 2012.[26] Given the strength of the endowment's performance in recent years (yielding 14.7 percent in 2013, and about 10 percent in 2012), the endowment has not shrunk as fast as might have been expected, given total outlays of $336 million in 2013 and $357 million in 2012.[27] But depending on the pace of future earnings, the decline is likely to accelerate in 2014 and beyond, given the full pipeline of final grants from the core programs and the ramping-up of GOAL. The following graph projects the endowment's likely descent under both normal expectations and less-favorable (labeled "stressed") assumptions.[28]

Spend Down Tracking versus Projection as of 30th September 2013



At the last meeting of 2013, the Board received final program reports from the Bermuda, South Africa, and Viet Nam staffs, and projections of final activity from the other offices. The docket included concluding grant recommendations on 40 percent of the Foundation's program objectives. Of the 49 grants being proposed, 45 would represent Atlantic's final commitments to the respective grantees. "Next year," Mr. Oechsli wrote in his introductory memo to the docket book, "will be one of the most important years in the life of Atlantic. We will both conclude the vast majority of our objective-specific grantmaking in the remaining geographies, and frame and implement some major culminating work through the GOAL Fund."

In other words, 2014 will be the final year spent concentrating on the programs and objectives that the Board had mapped out more than a decade earlier, and on which (with occasional adjustments and emendations) it had focused nearly all of its attention ever since. From there on, the entire work of the organization will instead be taken up with "culmination" — the pursuit and reinforcement of the best achievements, the most significant lessons, and the most enduring leaders and institutions to have emerged from Atlantic's 30-plus years of philanthropy. That pursuit will be getting under way even as the past efforts are winding down, making 2014 the year in which the Foundation's past comes to an end, and its future — brief but exceptionally ambitious — starts to emerge.

NOTES

[1] For a fuller description of this model and how it evolved, see the first report in this series: Tony Proscio, "Winding Down The Atlantic Philanthropies — The First Eight Years: 2001-2008," p. 12, available online at
[2] Christopher G. Oechsli, "Framework for Atlantic's Culminating Work," draft memorandum to The Atlantic Philanthropies Board of Directors, 20 July 2013, p. 1.
[3] Data in this paragraph are taken from a series of memoranda by David F. Sternlieb and David I. Walsh to The Atlantic Philanthropies Board of Directors, grouped under the heading "Operating Budget Materials" in the docket book for the December 2013 Board Meeting, pp. 111-114.
[4] All figures in this paragraph are taken from "Telling the Story of The Atlantic Philanthropies in South Africa, Bermuda, and Viet Nam," a report to the Board of Directors, The Atlantic Philanthropies, 9-10 December 2013, pp. 5, 33, and 48.
[5] *Ibid.*, pp. 49 and 53.
[6] All quotations in this section are from Christopher G. Oechsli, "Framework for Atlantic's Culminating Work," memorandum to the Board of Directors, The Atlantic Philanthropies, 9-10 December 2013, beginning on p. 55 of the docket book of the Board's December meeting.
[7] David Walsh and David Sternlieb, "2014 Grant and Operating Budgets," Memorandum to the Board of Directors, from the docket book for the Board's December 2013 meeting, The Atlantic Philanthropies, 9-10 December 2013, p. 119.
[8] Information in this paragraph is drawn largely from Kavitha Mediratta, "Grassroots Organizing and the School-to-Prison Pipeline," in *Disrupting the School-to-Prison Pipeline,* Sofía Bahina et al. eds., Harvard Educational Review, 2012, pp. 211-236.
[9] *Ibid*., p. 212.
[10] Donna Lawrence, "Children & Youth Programme Strategy," memorandum to The Atlantic Philanthropies Board of Directors, 7-8 December 2009, p. 193.
[11] Suzanne Cahill, Eamonn O'Shea, and Maria Pierce, *Creating Excellence in Dementia Care: A Research Review for Ireland's National Dementia Strategy* [Online], Trinity College Dublin and the National University of Ireland–Galway, January 2012. Available from http://www.thehealthwell.info/node/103518 [Accessed: 10th January 2014].
[12] Information in this paragraph and the next is drawn primarily from "ROI Ageing Programme," a draft strategy memorandum to the Atlantic Board of Directors, unpublished manuscript, 2013, pp. 5-12.
[13] *Ibid*., pp. 8 and 9.
[14] *Ibid*., p. 12.
[15] Christopher G. Oechsli and Maria Pignataro-Nielsen, "Staffing Roadmap," internal memorandum to senior leadership and country directors, March 29, 2013, p. 1.
[16] Christopher G. Oechsli, "Road Map," internal e-mail to Senior Leadership and Country Directors, March 29, 2013, p. 1.
[17] Oechsli and Pignataro-Nielsen, "Staffing Roadmap," pp. 1-2.
[18] Christopher G. Oechsli, "Road Map Update," internal memorandum to all Atlantic staff, July 22, 2013, pp. 1-2.
[19] Maria Pignataro-Nielsen, "Helpful tips for roadmap conversations," internal memorandum to Atlantic managers, July 25, 2013, p. 1.
[20] These retention and severance benefits were discussed at length in the previous report in this series: Tony Proscio, "Harvest Time for The Atlantic Philanthropies — 2011-2012: Focus, Exit, and Legacy," pp. 38-41, available online at http://www.atlanticphilanthropies.org/sites/default/files/uploads/Harvest_Time_for_Atlantic_Philanthropies_2011_2012.pdf
[21] "Atlantic-Sponsored Fellowships — Draft for Discussion," internal concept paper, The Atlantic Philanthropies, March 29, 2013, p. 1.

[22] *Ibid.*, pp. 2-4.
[23] "Atlantic Philanthropies Digital Platforms Request for Proposals," The Atlantic Philanthropies, Nov. 18, 2013, p. 1.
[24] Elizabeth Cahill, "Investing in the Final Phase of Our Website and Social Media Platforms," internal memorandum, The Atlantic Philanthropies, Sept. 18, 2013, p. 2.
[25] Christopher G. Oechsli, All-Staff Meeting, Opening Remarks, unpublished manuscript, 21 October 2013, pp. 3-4.
[26] E-mail communication from Philip M. Coates, chief investment officer, 24 January 2014.
[27] Walsh and Sternlieb, *op. cit.,* p. 116.
[28] Philip M. Coates, "The Endowment Report from the Finance and Investment Committee," report to the Board of Directors in the docket book for its December 2013 meeting, The Atlantic Philanthropies, p. 134.