

COMMONWEAL FOUNDATION

May 15, 2008

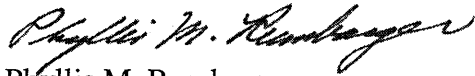
Dear Friends of Commonweal:

We are excited to share with you the attached letter from Mr. Stewart Bainum regarding recent changes at the Commonweal Foundation. Since your organization will only receive one copy of this notice, please feel free to distribute to your colleagues as you feel is appropriate.

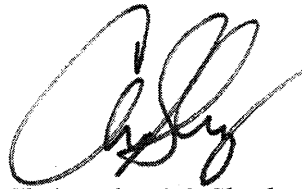
If you have any correspondence, acknowledgements, questions or comments, please send them in writing to the address below.

Please join us in welcoming Barbara Bainum back to Commonweal's operations.

Sincerely,



Phyllis M. Rumbarger
Executive Director



Christopher M. Sharkey
Vice President and Chief Financial Officer

PMR/CMS/asf

Enclosure

COMMONWEAL FOUNDATION

May 15, 2008

Commonweal Foundation Employees
10770 Columbia Pike
Suite 150
Silver Spring, MD 20901

Dear Employees:

Over the past year, the Commonweal Foundation board of directors and I have been working to ensure the continued growth and improvement in our operations. Our top priority was to ensure that the next generation of leadership at Commonweal will continue to develop and grow high-quality services for at-risk children and youth through education based programs.

On behalf of the board of directors of Commonweal Foundation, Inc. it gives me great professional and personal satisfaction to announce a management succession plan which will support the foundation through the next phase of its operations. Under the plan, Barbara Bainum has been named chairman of the board, president and chief executive officer effective July 1, 2008. My grandson, Alexander Froom, and James McCutcheon, with whom I have a long professional history, have also been named to Commonweal's board of directors effective July 1, 2008. These appointments are an important part of the foundation's succession strategies.


As many of you know, Barbara is a licensed clinical social worker and is active in the philanthropic community in the Washington, DC area. She has served on the board of directors for numerous for-profit and not-for-profit organizations and has played an integral role in the history of Commonweal over the past two decades. She was president of Commonweal from April 1998 through April 2002, was a board member from 1984 to 2005, serving as vice chairman from 1999 to June 2005, and is currently a member of Commonweal's Grants Review Committee. These experiences position her to succeed me as Commonweal CEO in July 2008, at which point I will remain on the foundation board of directors as vice chairman where I will continue to oversee investments and major grants.

Alex Froom graduates from Dickinson College on May 18, 2008 with a bachelors of arts degree in theology. In the fall of 2008 Alex will begin his masters degree coursework in social work and theology.

In addition to a successful career in public accounting where he was partner at Arthur Anderson, Jim McCutcheon served as CFO of Manor Care for several years before he was appointed CEO of Sunburst Hospitality where he remains a board member to this day. Jim has served on the board of many other organizations, including Children's Hospital as well as several other profit oriented and philanthropic entities.

I am confident that Barbara has the operational acumen and strategic vision to lead Commonweal to the next level of its journey, and that she will do so with passion and integrity. Please join me in welcoming her and supporting her in her new roles with Commonweal.

Sincerely,



Stewart Bainum