BOOKS HAVE THE POWER TO CHANGE LIVES

READING IS FUNDAMENTAL • 2013 ANNUAL REPORT
We prepare and motivate children to read by delivering free books and literacy resources to those children and families who need them most.
<table>
<thead>
<tr>
<th>STATE</th>
<th>BOOKS</th>
<th>STATE</th>
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RIF DISTRIBUTED A TOTAL OF 3,248,095 BOOKS TO CHILDREN IN 2013

BEYOND THE BOOK

RIF’s 2013 Multicultural Book Collection gets kids hooked on STEAM (science, technology, engineering, art, and math). With Macy’s support, RIF programs received 600 book collections featuring 40 children’s books, plus activities to extend the reading experience.

RIF is working hard to prevent the summer slide. This past summer, we provided 176,000 books along with reading activities to kids in 15 states through the Innovative Approaches to Literacy grant from the U.S. Department of Education.
LEADERSHIP MESSAGE

BOOKS HAVE THE POWER TO CHANGE LIVES.

We’ve seen it happen time and time again, and our commitment to ensuring that every child deserves the chance to be educated, inspired, and emboldened by the written word remains steadfast and unwavering.

Sadly, two out of three of the 16 million children currently living in poverty in the United States have no books to call their own. But RIF continues to work at righting that wrong. To date, we have delivered more than 410 million new, free books to underserved children across the country.

Our accomplishments would not be possible without the passion and dedication of our many supporters, volunteers, and fellow book lovers. They help us achieve our day-to-day and long-term goals, and remind us that we continue to meet a critical need and make a significant impact.

This year, the Department of Education reaffirmed its commitment to childhood learning with a generous $4.18 million grant in support of RIF’s effort to combat young students’ summertime learning loss. Through the new initiative, RIF will provide books to 22,000 students in schools across the country—in districts where at least one-quarter of the students are living below the poverty line.

RIF also continues to benefit from the many wonderful contributions of our star partner Macy’s. Over the past 10 years, Macy’s has helped us raise nearly $30 million in support of children’s literacy. And this year we celebrated our decade-long partnership with Macy’s by distributing our 10 millionth book to a child in need, with $3.9 million raised this past summer alone.

RIF has been changing lives one book at a time for nearly half a century, and we have no intention of slowing down. We know that our work makes a real, lasting difference in the lives of children who need our help. With your continued support and encouragement, we are helping create a more literate America—one filled with promise and a brighter tomorrow.

JACK REMONDI
Chairman, Board of Directors

CAROL H. RASCO
President and CEO
In 2013, Macy’s and RIF’s Be Book Smart campaign achieved its biggest milestone to date—raising enough funds over the past decade to provide 10 million books to underserved children.

From June 21 through July 21, Macy’s stores across the country raised more than $3.9 million for RIF. Each time a Macy’s customer purchased a $3 coupon, they received $10 off their purchase of $50 and put a new book into the hands of a child in need.

Macy’s unparalleled support also helped give 600 Multicultural Book Collections to RIF programs in our nation’s impoverished communities, and helped launch two new interactive eBook apps focused on science and the arts.

Additionally, Macy’s dedicated sales associates and store managers continued to demonstrate their commitment to children’s literacy through a variety of in-store events and volunteer efforts. Macy’s has helped RIF raise nearly $30 million since 2004!
BARNES & NOBLE COLLEGE
How do you turn used college textbooks into new children’s books? Barnes & Noble College offers students on campuses across the country the option to donating the net profits from recycling their used textbooks to RIF at the end of each semester. This allows RIF to buy new books for children and help set them up for a lifetime of achievement.

DOLLAR GENERAL LITERACY FOUNDATION
Dollar General has generously supported RIF since 2004. This year, Dollar General’s contribution to our Books for Ownership program allowed RIF to give nearly 77,000 books to more than 30,000 children in low-income communities across the country. Dollar General also donated $50,000 for general support of RIF’s mission.

NESTLÉ
Nestlé and RIF have worked together for two decades to build a strong foundation for children’s literacy. This year, Nestlé continued their “Share the Joy of Reading” program—donating 10 cents to RIF for every code found inside specially marked Nestlé and Wonka products and entered online by customers. With the support of Nestlé, RIF also launched an art competition called FULL STEAM AHEAD WITH BOOKS that encouraged elementary-school students across the country to express how books have fueled their passion for science, technology, engineering, the arts, and mathematics (STEAM).
Through the Community Foundation for the National Capital Region, Sallie Mae provided a $39,235 grant to support 13 RIF programs in eight Sallie Mae communities. This contribution helps put books into the hands of children who need them most.

UGI UTILITIES, INC.
UGI continued their generous 20-year support of RIF programs with a $169,500 grant that enabled RIF to distribute more than 55,000 brand-new books to elementary school students in Pennsylvania. UGI employees also promoted the company’s partnership with RIF by donating their time and energy to help children discover the joy of reading.

USA FUNDS
RIF is excited about our new partnership with USA Funds. This year, they awarded us a $75,000 grant to provide books and literacy materials to students at elementary schools in Indianapolis, Ind.

PITNEY BOWES
This year, RIF teamed up with the Pitney Bowes Foundation once again for a successful “Share the Message: Read!” program, developing literacy kits that included activity guides, STEAM-themed books, and craft materials. In April, as part of Pitney Bowes’ Global Volunteer Month program, employees visited more than 200 classrooms across the country to distribute the literacy kits and approximately 6,000 books. Two months later, Pitney Bowes and RIF gave away 1,600 books at a Family Literacy Night celebration in Norwalk, Conn., attended by nearly 850 children and parents, as well as federal, state, and city officials.
SUMMER SUCCESS MODEL

Away from school shouldn’t mean away from books—particularly in underserved communities where children are disproportionally susceptible to a summertime drop-off in learning that puts them behind academically.

To combat this “summer slide,” RIF has launched a new summer reading initiative that is reaching 22,000 students in 145 schools and 33 school districts across the country. A research project, this initiative should add to the much-needed body of knowledge about reading loss during summer learning in reading. The effort is made possible by a generous $4.18 million grant from the Department of Education’s Innovative Approaches to Literacy program.

Participating students select eight books to take home, keep and enjoy over the summer with their families and friends. RIF is also providing individual Multicultural Book Collections to each classroom and media center in the 145 schools, as well as activities for teachers, parents, and RIF coordinators to use in helping kids continue to learn and grow during their time away from school. With a focus on informational texts and content connections, these books have been specially selected to help children make rich connections to the world around them.
**SOUTHWEST SOJOURN RALLIES BOOK LOVERS**

Our April trip to Austin, Texas, was all about reading, writing, and RIF friends and supporters—a series of celebratory events sponsored by Macy’s.

The good times kicked off with a special panel discussion of Miss Lady Bird’s Wildflowers. Lynda Johnson Robb, a founding board member of RIF, explored her mother’s legacy with her sister Luci Baines Johnson and the book’s author Kathi Appelt and illustrator Joy Fisher Hein.

At a Book People Unite celebration, RIF families and supporters met with children’s book authors Chris Barton, Cynthia Leitich Smith, and Tim Tingle, as well as RIF Volunteer of the Year Award winner Kay Gooch. And during a special book distribution at Campbell Elementary School, children delighted in “flying” in a playfully designed cardboard airplane to pick out their books.

**INSPIRING THE NEXT GENERATION OF INNOVATORS**

RIF has launched two new eBook apps designed to educate and entertain young readers with stories and interactive activities that explore science, technology, engineering, the arts, and mathematics (STEAM) themes.

Developed for preschoolers to read and explore with their caregivers, RIF’s “Our Book” app comprises six mini-books about the daily adventures of SugarLoaf and her family, as well as a drawing tool that allows kids to create their own stories. RIF’s “Water Wonders” app, which is designed for elementary school-aged children, features playful stories about sibling investigators Sydney and Symon, and includes interactive experiments that mirror the characters’ experiences.

Produced in partnership with FableVision Studios and the National Writing Project, the bilingual apps feature the work of The New York Times best-selling children’s book author Peter H. Reynolds. Both apps are offered free of charge through funding from Macy’s and the Verizon Foundation.
INSPIRED READER

Award-winning author and the NBA’s all-time leading scorer, Kareem Abdul-Jabbar made two special stops for RIF during his book tour for release of his latest children’s book, Sasquatch in the Paint, a book about a nerdy eighth-grader who grows so tall that a basketball coach is determined to turn him into a player.

As soon as Kareem stepped into the building at both Ft. Bragg in North Carolina and Joint Base Andrews in Maryland, parents and kids alike were in awe. He casually took center stage and opened up about his life and his passion behind writing his latest book.

At Ft. Bragg, where his father was once stationed, Kareem told children that they should follow their dreams — and not necessarily those of their peers. And when asked why did he write children’s books after a career in basketball, Kareem responded that his brain was his biggest asset.

FULL STEAM AHEAD ON READING AND LEARNING

RIF kids come from diverse backgrounds and have diverse interests, so it’s only appropriate that our 2013 Multicultural Book Collection featured titles with science, technology, engineering, the arts, and mathematics (STEAM) themes.

Each collection is comprised of 40 books for children in K through 5th grade. And each book includes an accompanying set of literacy activities for use in the classroom and at home.

With the generous support of Macy’s, more than 600 book collections were donated to RIF programs serving children in low-income communities across the country. These collections are critical to fostering an awareness about oneself and others that can lead to future innovations for the benefit of all society.

BRINGING NEW BOOKS TO NEW ORLEANS

As President of Communities in Schools of Greater New Orleans, Sara Massey was faced with the challenge of replacing all the books lost during Hurricane Katrina. “We had one box of ‘donated’ books that...belonged in a recycling plant, not a school that had just lost everything,” explained Massey. “RIF was the solution, providing thousands of high-quality, brand-new books for our kids.”

Massey has been volunteering with RIF for four years now. And after seeing how much young students enjoyed being read aloud to at a RIF book distribution, she was inspired to create reading events that bring parents, children, and teachers together—often for the first time. RIF honored Massey’s great work with a 2013 Volunteer of the Year Award.
ENGAGING YOUNG READERS IN OUR NATION’S CAPITAL

Throughout the year, RIF and the Junior League of Washington (JLW) delivered more than 33,000 books to underserved public school students in D.C.’s Wards 5, 7, and 8. The initiative was launched as part of JLW’s Resolution Read program—an effort to distribute a total of 100,000 books during 2013 in honor of JLW’s centennial anniversary.

RIF also awarded Multicultural Book Collections to each of the 21 D.C. public schools participating in the initiative, including 40 STEAM-themed books and related activity sets for parents and educators to use with children.

During an in-school event at DC Prep’s Edgewood Middle Campus, 65 5th-grade students were treated to the wit and wisdom of author and singer-songwriter George Ella Lyon, who led the kids in a rousing sing-along rendition of her book All The Water in the World.

BOOK PEOPLE UNITE

In its second year, RIF’s “Book People Unite” campaign continued to raise awareness of children’s literacy needs. To date, 20,000 book lovers have pledged their support for RIF through BookPeopleUnite.org. And the campaign’s centerpiece—a star-studded, multimedia public service announcement (PSA) featuring LeVar Burton and a slew of notable children’s book characters come to life—has reached nearly 120 million adults the nation over. The campaign has proven particularly successful on social media, with our number of Facebook and Twitter followers increasing by 40 percent and more than 480,000 views of the PSA on RIF’s YouTube channel.

A WILD NIGHT OF CELEBRATION AND SUPPORT

Maurice Sendak’s iconic and award-winning book Where the Wild Things Are came alive in festive fashion at RIF’s annual gala event, which raised awareness and funds for children’s literacy, and celebrated the 50th anniversary of Sendak’s classic tale of Max and his “wild” friends.

Joining us for the special evening of mischief making were more than 350 esteemed guests, including basketball legend and children’s book author Kareem Abdul-Jabbar and “Extreme Makeover: Home Edition” designer Tracy Hutson as our gala emcee. The event would not have been possible without the generous support of HarperCollins Children’s Books and the Maurice Sendak Estate.
CORPORATE, FOUNDATION, AND ORGANIZATION SUPPORT

INCLUDES SUPPORT OF $1000 OR MORE RECEIVED OCTOBER 2, 2012 – SEPTEMBER 30, 2013

RIF is fortunate to have many corporate and foundation supporters who continue to give generously each year. These partnerships allow RIF to serve more children with higher-quality books, as well as provide additional literacy services across the country. We are grateful to the following supporters for their commitment to children’s literacy and to RIF’s mission.

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Macy’s, Inc.

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Kappa Kappa Gamma - Beta Delta Chapter
Kappa Kappa Gamma - Beta Nu Chapter
Kappa Kappa Gamma - Delta Omicron Chapter
Kappa Kappa Gamma - Delta Sigma Chapter
Kappa Kappa Gamma - Epsilon Beta Chapter
Kappa Kappa Gamma - Epsilon Phi Chapter
Kappa Kappa Gamma - Epsilon Upsilon Chapter
Kappa Kappa Gamma - Epsilon Zeta Chapter
Kappa Kappa Gamma - Pi Delta Chapter
Kappa Kappa Gamma - Zeta Tau Chapter
Kappa Kappa Gamma - Zeta Upsilon
Kathy and J.W. Gilson Charitable Fund
Kendra Scott Design, Inc.
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Judith Jozeffak
Christan H. Junhka
Mark J. Justison
Adam Kalikow
Barbara Kalman
Julie Kant
Jonathan R. Kaplan
Puat J. Kayak
Patricia A. Keating
Jon Keller
Malcolm D. Kelly
Allan Klepfisz
Carole Klyce
Karen A. Knudson
William A. Laing
Manoria Lampour
Leslie G. Landrum
Christine Larshere
Richard H. Lansing
Mr. and Mrs. James H. Larsen
Marjory Larson
Steve Lazzareschi
Denise S. Levine
Clara C. Li
Mr. and Mrs. Jan Lodals
Lisa LoSchio
Mary Chrysa Long
Robert V. Longo
Richard Lopez
Alice P. Lupton
Margaret Lysaght
Ken Mahar
Jay A. Mandell
Wendy Markey
Mr. and Mrs. Thomas J. Marlowe
Rozatta M. Marple
Debbie Marshall
John A. Mastapeter
Katherine Mathews
Christopher A. McEniry
Lori J. McGuire
Cynthia McInnis
Christina D. Mead
John R. Melsohn
Karen E. Michael
Mr. and Mrs. Roger F. Milay
Ann E. Miller and George A. Komatsoulis
Donalyn Miller
Tamika Mitchell
Diana Morabito
Susan L. Moyer
Elaine A. Murphy
Richard Nessary
Marjorie R. Nowarder
Paul and Katherine Noran
Caitlin Oppenheimer
Nancy Ozarski
Jean Pace
Jody L. Page
Linda W. Parks
Bruce Pastor
Pat T. Patterson
Susan Patton
David Patzer
Sir Edgar C. Pear
Lenore Pearlman
Catherine Peichel
Iva Perlman
Kathy and Stefan Petrat
Mr. and Mrs. Wayne K. Pipke
Mary Quinn
Kenneth B. Rabb
Mrs. Martin and Laura Rabinowitz
Susan Rabinowitz
M. Carolyn Raiser
Narayanam Ramachandran
Robert Raz
Donna M. Rennie
James W. Reynolds
Lindsey Rhodes
Janet G. Rich
Joyce A. Rizzo
Sharon P. Robinson
Jennifer K. Robinson and Mher Dournsian
Sarah A. Robinson
Edward W. Rolison
Mr. and Mrs. Carl F. Romney
Coan Rood
Doris S. Rosenthal
Leland Rosner
Vincent Roth
Dan C. Russell
Sylvia Roud
Patricia Ryan
Ahmed Sabet
Kevin Sander
Karen K. Schultz
Jeffrey Segall
Eleanor Sellstrom
Ellen B. Sensi
Veronica N. Seyd
Lyle Shannon
David Shannon
Judith R. Shapiro
Jay P. Shapiro
Ruth Share
Zoe Sherlick
Dr. Anne M. Shewan
Fumiko Shido
Kirk Shyrity
Deanna J. Signorovitch
Elli H. Simpson
John M. Sienieski
J.Weston and Marilyn Smith
Elise Smith
Carolyn Snell
Ivan T. Sondel
Norman M. Spieler
Cyrus W. Spruill
Kathleen A. Stacy
Barbara Stampfl
Troy Standle
Marynella Stemburg
Susan K. Stell
Teresa Stouffer
Mary J. Strachan
Joyce Stuber
Wilson Susanto
Thomas L. Tabatowski
Beatrice C. Tangel
Tara R. Tarpey
Mr. and Mrs. Philip J. Tatar
Martha J. Tobeck
Mr. and Mrs. Don E. Teddy
Mr. and Mrs. John W. Theis, Jr.
Danielle Thu
Mr. and Mrs. Gary B. Trabanger
Joan Trey
Ura Uscott
Niti D. Villinger
Mr. and Mrs. Alberto A. Vitale
The Smith & Walgamotte Family
Mr. and Mrs. Gregory L. Wallace
Sarita Warschawsky
Joseph S. Weinberg
Mary Jane Velter
Margaret Welandt
Mr. and Mrs. Michael White
Betsy Wiggins
Elise B. Williams
Erin Willard
Mr. and Mrs. George F. Williams
John Williams
Joseph Williams
Mr. and Mrs. Paul C. Wilson
Ann Wolf
Elaine Wolf
Mr. and Mrs. Frank A. Wolfe
Delores F. Wunder
Ernest V. Zoby
### FINANCIAL STATEMENTS

#### SUMMARY STATEMENTS OF FINANCIAL POSITION
**SEPTEMBER 30, 2013 AND 2012 (DOLLAR AMOUNTS IN THOUSANDS)**

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>2013</th>
<th>2012</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and cash equivalents</td>
<td>$4,628</td>
<td>$7,387</td>
</tr>
<tr>
<td>Investments</td>
<td>7,585</td>
<td>6,670</td>
</tr>
<tr>
<td>Pledges receivable, net</td>
<td>382</td>
<td>626</td>
</tr>
<tr>
<td>Receivable from the U.S. Department of Education</td>
<td>761</td>
<td>0</td>
</tr>
<tr>
<td>Prepaid expenses and other assets</td>
<td>201</td>
<td>221</td>
</tr>
<tr>
<td>Property, net</td>
<td>489</td>
<td>663</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$13,846</strong></td>
<td><strong>$15,567</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>LIABILITIES AND NET ASSETS</th>
</tr>
</thead>
<tbody>
<tr>
<td>LIABILITIES</td>
</tr>
<tr>
<td>Accounts payable and accrued expenses</td>
</tr>
<tr>
<td>Defered rent and lease incentives</td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NET ASSETS</th>
<th>2013</th>
<th>2012</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unrestricted</td>
<td>5,451</td>
<td>5,174</td>
</tr>
<tr>
<td>Temporarily restricted</td>
<td>6,298</td>
<td>8,775</td>
</tr>
<tr>
<td>Permanently restricted</td>
<td>592</td>
<td>592</td>
</tr>
<tr>
<td><strong>TOTAL NET ASSETS</strong></td>
<td><strong>12,341</strong></td>
<td><strong>14,414</strong></td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES AND NET ASSETS</strong></td>
<td><strong>$13,846</strong></td>
<td><strong>$15,567</strong></td>
</tr>
</tbody>
</table>

RIF’s financial records were audited by Raffa, P.C. For a complete set of audited financial statements, please write to RIF’s Chief Financial Officer, Reading Is Fundamental, 1730 Rhode Island Ave. NW, Suite 1100, Washington, DC 20036.

#### SUMMARY STATEMENT OF ACTIVITIES
**FOR THE YEARS ENDED SEPTEMBER 30, 2013 AND 2012 (DOLLAR AMOUNTS IN THOUSANDS)**

<table>
<thead>
<tr>
<th>REVENUE AND SUPPORT</th>
</tr>
</thead>
<tbody>
<tr>
<td>U.S. Department of Education:</td>
</tr>
<tr>
<td>- Inexpensive Book Distribution Program</td>
</tr>
<tr>
<td>- Innovative Approaches to Literacy Program</td>
</tr>
<tr>
<td>Contributions</td>
</tr>
<tr>
<td>Donated public service announcements</td>
</tr>
<tr>
<td>Investment income</td>
</tr>
<tr>
<td>Royalties and other revenue</td>
</tr>
<tr>
<td><strong>TOTAL REVENUE AND SUPPORT</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>EXPENSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>Program Services:</td>
</tr>
<tr>
<td>- Literacy Research</td>
</tr>
<tr>
<td>- Books for Ownership</td>
</tr>
<tr>
<td>- Community Literacy Awareness</td>
</tr>
<tr>
<td>- Literacy Services and Other</td>
</tr>
<tr>
<td><strong>TOTAL PROGRAM SERVICES</strong></td>
</tr>
<tr>
<td>Supporting Services:</td>
</tr>
<tr>
<td>- Management and general</td>
</tr>
<tr>
<td>- Fundraising</td>
</tr>
<tr>
<td><strong>TOTAL SUPPORTING SERVICES</strong></td>
</tr>
<tr>
<td><strong>TOTAL EXPENSES</strong></td>
</tr>
<tr>
<td>Change in net assets</td>
</tr>
<tr>
<td><strong>NET ASSETS, BEGINNING OF YEAR</strong></td>
</tr>
<tr>
<td><strong>NET ASSETS, END OF YEAR</strong></td>
</tr>
</tbody>
</table>
LEADERSHIP
AS OF SEPTEMBER 30, 2013

OFFICERS AND EXECUTIVE COMMITTEE

John Remondi
Chairman
President and Chief Operating Officer
SLM Corporation, Inc.

Robert S. Diamond
Vice Chairman
Senior Consultant

Loretta Barrett
Secretary
President
Loretta Barrett Books, Inc.

William M.E. Rachal, Jr.
Treasurer
Principal
Hunter Bridge Group, LLC

Bill Hansen
President and CEO
Madison Education Group

Carol Hampton Rasco
President and CEO
Reading Is Fundamental, Inc.

Carol B. Sisco, Ph. D
Managing Partner
Sisco Associates

BOARD OF DIRECTORS

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Chairman
Armstrong, Fleming & Moore, Inc.

Kenneth Bentley
Vice President of Community Affairs
and Educational Programs
Nestlé USA

Christopher Cerf
Founding Partner
Sirius Thinking, Ltd.

Crystal Echo Hawk
Executive Director
Notah Begay III (NB3) Foundation

Roberta Horton
Partner
Arnold and Porter, LLP

J.J. Johnson
Executive Vice President,
Government Relations and
Public Policy Group
Fidelity Investments

Kitty Kelley
Writer

Marshall J. Lux
Senior Partner & Managing Director
The Boston Consulting Group

Dr. Claude A. Mayberry
Founder and CEO
Science Weekly

Matthew McCorry
Global and National Leader of Insurance Risk
KPMG LLP

Christy Moberly
Senior Vice President
State Farm Insurance

Michael Monahan
Executive Vice President and Chief Financial Officer
Putney Bowes, Inc.

Emily Moore
Chief Commercial Officer
TempTime Corporation

Margaret McNamara Pastor
Policy maker

Lynda Johnson Robb
Women’s and Children’s Advocate

Carolyn Simpson
Children’s Advocate

Arthur White
Vice Chairman
Yankelovich Partners

Rick Zimmerman
Senior Vice President, Marketing
Sunny Delight Beverages Co.

EMERITI MEMBERS

James C. Curvey
Vice Chairman
Fidelity Investments

Ruth Graves (deceased)
Former RIF President and CEO

Kathryn W. Lumley (deceased)
Every time RIF gives a child a new, free book, we open up a world of wonder and possibility.
And your generosity and support is critical to making this happen.
Together, we bring smiles to children’s faces and light to their eyes.
And together we must continue to ensure that every child across the country has the opportunity to experience the joy of reading, the power of learning, and the promise of a brighter tomorrow.