I have found that building my 100 level math courses around in-class worksheets is a very powerful method for getting our math-phobic and anxiety-paralyzed students to unclench long enough to actually learn some math, and maybe even to enjoy it, just a tiny bit. During class, I present the lesson during the first 15-20 minutes, then hand out a worksheet assignment, and encourage the students to work together on this for the remainder of the period. Listening to a 50-minute math lecture does very little for a math-anxious student: They learn math when they are doing math, not when they are hearing about it. Further one of the most emotionally intimidating moments in a math class comes when they are asked to go off by themselves and do their homework in isolation. We can help to break through this fear by allowing them to first practice each new type of problem in a safe environment, where they can get help from their peers and from the teacher. The other technique that I’ve found is very powerful is to inject humor into the classroom whenever possible: If I spend 3% of my time and effort getting the students to relax and have fun, they learn a lot more math in the remaining 97% of the time than they would if it was all serious math, all the time. (Received October 02, 2004)