This panel will discuss the effect the University of Washington’s GK-12 experience has had on fellows’ own teaching pedagogy and the effect the fellows have had on the math content knowledge of both the elementary teachers and their students. We describe how the project has affected the career choice, the communication and teamwork skills, and the leadership abilities of the fellows. Examples will be given to illustrate how the fellows have helped create building-wide mathematical communities in the schools by providing real-time math professional development to the teachers and by helping the young students realize that math is an exciting, fun, and important activity. We conclude by describing some of our difficulties, lessons learned, and successes in hopes that others will be motivated to try this type of rewarding work. (Received September 19, 2007)