This chapter offers a needed alternative framework addressing issues of social class and countering Payne’s “A Framework for Understanding Poverty.” Rather than focus on what's wrong, a strengths-based approach identifies sources of resiliency and abilities that children and families possess. Activities described help educators understand their own social class experience and then focus on building opportunities for all students to reach their full potential. Social class is also interconnected with other categories of difference such as race, gender, and age. Results indicate educators are more aware and motivated to become agents of change and break down class barriers.