

20 Years



of philanthropy

**\$13.4 MILLION
IN GRANTS AND SCHOLARSHIPS
1992-2012**

2012 REPORT TO THE COMMUNITY

2012 Officers

Moorhead Vermilye, Chair
John Dillon, Vice Chair
Brett Summers, Secretary
David Nagel, Treasurer

2012 Board of Directors

Jean Anthony, Kent
Joe Anthony, Talbot
Scott Beatty, Talbot
Alice Ryan, Talbot
Elizabeth Brice, Queen Anne's
Art Cecil, Talbot
Derick Daly, Talbot
John Dillon, Talbot
Mickey Elsberg, Kent
Mark Freestate, Queen Anne's
Wayne Howard, Caroline
Lynn Knight, Queen Anne's
Neil Lecompte, Queen Anne's
John Lewis, Queen Anne's
Sandy McAllister, Dorchester
John McGinnis, Dorchester
Keith McMahan, Caroline
Mike Menzies, Talbot
David Nagel, Caroline
Margaret Riehl, Talbot
Brett Summers, Dorchester
Win Trice, Queen Anne's
Moorhead Vermilye, Talbot
Barbara Viniar, Talbot
Hubert Wright, Dorchester

Staff

Stuart Bounds, President
Robbin Hill, Chief Program Officer
Heather Moore, Chief Financial Officer
Heather Pickens, Administrative Assistant



Mickey Elsberg Rejoins the Board

Stuart "Mickey" Elsberg of Elsberg Associates, Kent County was elected to the Board of Directors in 2012.

MSCF Chair Highlights 20th Anniversary

As you will note from the timeline on the opposite page, the initial funds used to establish the Mid-Shore Community Foundation were from a bequest of Colonel Edgar Linthicum and his wife Catherine—approximately \$236,000. It was significant that these funds were used to create a regional community foundation to serve the five counties in the Mid-Shore area. From that beginning 20 years ago, the Mid-Shore Community Foundation has matured to become one of the most significant foundations—public or private—on the Eastern Shore.

Our assets have reached \$39 million in over 190 distinct component funds, including more than 60 area nonprofits that have established funds with MSCF. That success in just 20 years is due in no small part to the extraordinary philanthropic commitment on the Mid-Shore, and the remarkable leadership of our Board, past and present, and the work of our staff as well as many other volunteers who serve on our committees and otherwise support the Foundation.

In the next 20 years, we will continue to see a significant growth in assets that will provide a permanent resource for the nonprofit organizations that nurture and sustain this community. A significant portion of those assets will also enable the Foundation to be one of the primary providers of scholarships in this five-county community.

The Foundation and this community have a great future ahead.

W. Moorhead Vermilye

Moorhead Vermilye
Chairman

Four Community Leaders Inducted into Town Watch Society



Eleanor Shriver Magee presents award to **Beverly and Richard Tilghman** for giving their time, talent and treasure to many organizations including Pickering Creek, the YMCA of the Chesapeake, Mid-Shore Pro-Bono, the Chesapeake Bay Maritime Museum, the Historical Society of Talbot County, and the Maryland Historical Society. They have also made their home, the historically significant Wye House, available for many events and causes significant to the region as a whole.



George Wright, Jr. was recognized for his leadership on the Choptank River Lighthouse Society. As a painter, he has used his talent to support various fund raising efforts in Dorchester County and beyond, including his painting, "Jewell of the Choptank" for the Lighthouse project which is nearing completion on the Cambridge waterfront.



Debbye Jackson presents award to **C. Tolbert Rowe** for his exceptional leadership and service with a particular focus on individuals with special needs. He has served on the boards and served as president of the Caroline County Board of Education and the Caroline County Chamber of Commerce. He has been a coach and treasurer for Mid Shore Challengers, a coach for the Special Olympics, and is the volunteer executive director of the Channel Marker Foundation.

Al Smith/Talbot Hospice Foundation Receive J. McKenny Willis, Jr. Community Service Award



Mike Menzies, Sally Vermilye and John Dillon present award to **Al Smith** (second from left) and to **Kate Cox**, Associate Director Talbot Hospice Foundation (second from right). Al Smith was recognized for his leadership on the board for the last 6 years, and particularly for his role in board development. He also launched a capital campaign to build a new hospice wing and has sustained that effort in very challenging economic circumstances.



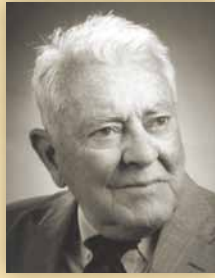
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20 YEARS OF PHILANTHROPY ON THE MID-SHORE

\$42 million in Contributions; \$13.4 million in Grants



Lloyd L. Beatty · Charles T. Capute · T. Hughlett Henry, Jr. · W. Moorhead Vermilye · Charles E. Wheeler
MSCF Founders



1992

\$236,000 bequest of Col. Edgar and Catherine Linthicum leads to establishment of MSCF

2001

First permanent staff hired



Women & Girls Fund established
Town Watch Society formed
J. McKenny Willis, Jr. Award established

2003

Arthur Kudner, Jr. Fund established with bequest of \$6.5 million



2007

Founders' Fund created to benefit Mid-Shore region

2010

Pooled Scholarship Application Program created by MSCF

2012



2000

\$6.2 million gift from George B. Todd creates fund to benefit Dorchester County

2002

Mr. & Mrs. Nicholas Brady, Mr. & Mrs. A. James Clark, Mr. & Mrs. William Hunter donate Bullitt House to MSCF



2004

Pauline and Shirley Smith Education Fund Established with gift of \$3.2 million



2005

Golden Key Society formed



2008

Steele Scholars program created with Austin and Martha Steele's bequest of \$2 million



2011

Endowments created to benefit each Mid-Shore county



Scholarship Funds at MSCF

Andrew M. Radcliffe Scholarship
 Austin and Martha Steele Scholarship
 BAAM College Assistance Scholarship
 Carter and Marion Hickman Memorial Scholarship
 Centreville High School
 Alumni Association Scholarship
 Dick Kleen Award
 Dorchester Heritage Museum/
 Dale Price Memorial Scholarship
 Dr. Elizabeth P. Hagen
 Light Tomorrow with Today Scholarship
 Dr. Harold and Marjorie Shirk Scholarship
 Dr. Jay Harper Memorial Scholarship
 Elks 1622 Most Valuable Student Scholarship
 Frederick Douglass Scholarship
 Grover Bert Hastings and
 Bernice Wooters Hastings Scholarship
 Lewin/Kent Island High School Drama Award
 Marci Bee Dayton Memorial Scholarship
 Margaret Ferree Memorial Scholarship
 Marlin Zimmerman Scholarship
 Mary Anne Hatcher Scholarship
 Medical Auxiliary Scholarship
 at Chesapeake College
 Nicholas E. Bramble
 "Ironman" Foundation Scholarship
 Pauline and Shirley T. Smith Scholarship
 Robert F. Walls Memorial Scholarship
 St. James School Scholarship
 for Eastern Shore Students
 Timothy Kern Memorial Scholarship
 University of Maryland, College Park -
 Agriculture/Natural Resources Scholarship
 Washington College Arts Scholarship
 William O. Bryan Memorial Scholarship

190 Funds—1.

**\$267,600 in Scholarships
 110 Recipients**

New Scholarship Funds

William O. Bryan Memorial Scholarship

A 2-year scholarship for tuition, fees, and books for graduates of Easton High School, St. Michaels High School, or Sts. Peter and Paul High School who plan to attend Chesapeake College and major in Business or a related field.



Centreville High School Alumni Association Scholarship

Non-renewable \$1,000 scholarships for graduates of Centreville High School and their direct descendants who have been accepted and plan to attend an institution of postsecondary education.

Easton Elks Lodge Most Valuable Student Scholarship

Non-renewable scholarships for graduates of Easton High School, St. Michaels High School, Saints Peter and Paul High School, North Caroline High School, and Colonel Richardson High School for tuition assistance at a postsecondary institution.

Margaret Ferree Memorial Scholarship

Up to two years of financial assistance for graduates of Talbot County public high schools attending an institution of postsecondary education within two years of their high school graduation.

Highlights In Grant Making

Women & Girls Fund celebrates 10th anniversary at MSCF with more than \$38,000 in FY 12 grants and over \$304,000 in grants since its inception in 2002.



Purchase of Shore plates benefits Bryan Foundation

James M. Bryan Building Dreams for Youth Foundation awards \$27,700 in grants for sports, educational, recreational, and interventional programs for area youth.



Alice Ryan and family at Women & Girls Fund Anniversary luncheon



George B. Todd Fund awards over \$217,000 in grants to 24 organizations to support Dorchester County and its residents.

Other major grants in FY 12:

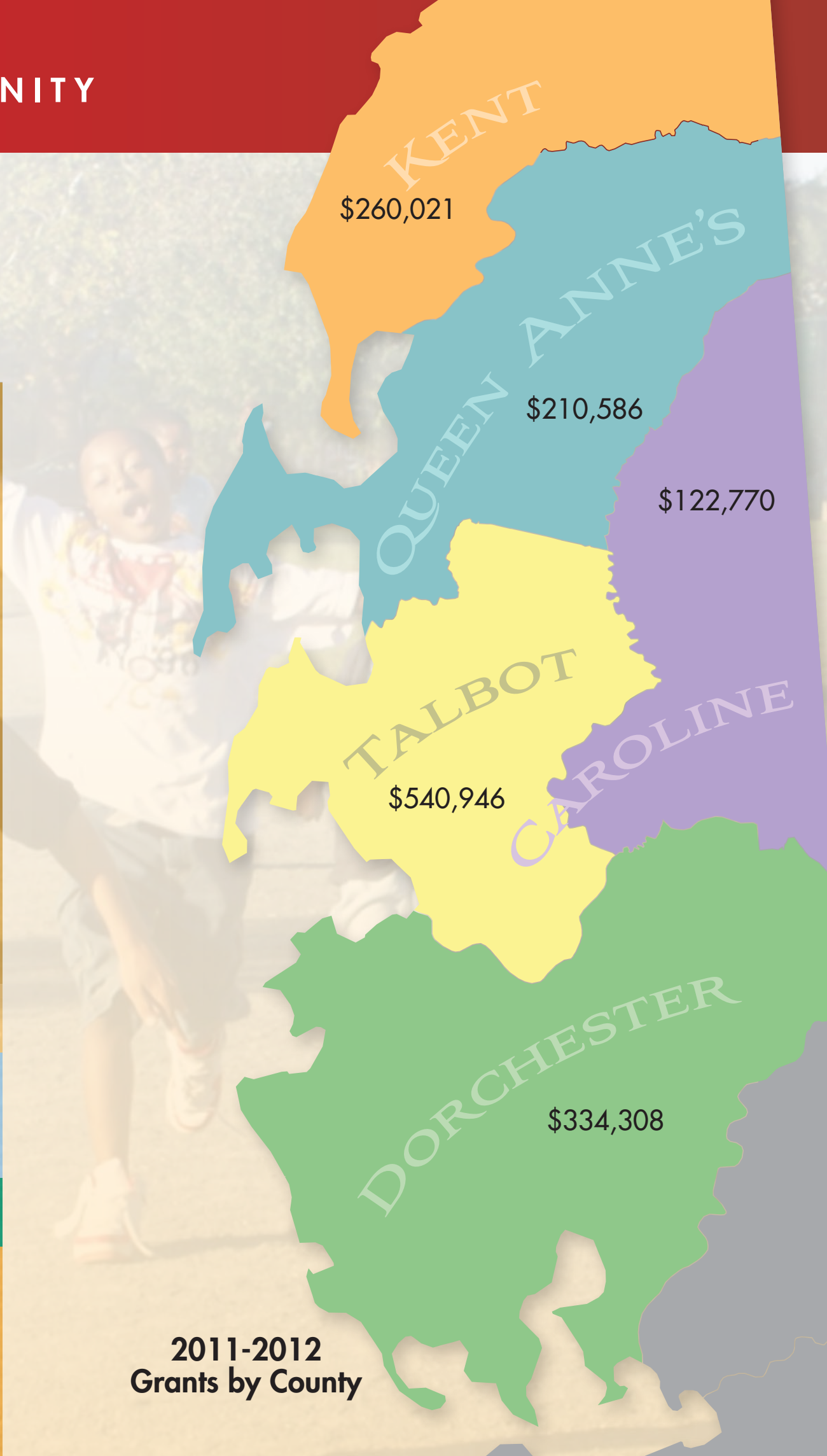
Mid-Shore Riverkeepers Conservancy, Wye River Upper School, PageTurners, For All Seasons, Neighborhood Service Center, Radcliffe Creek School, Emmanuel Episcopal Church (Chestertown), Chesapeake Chamber Music, Tomcat Solutions

6 Million in Grants

2011-2012 Grants by Category



2011-2012 Grants by County



2012 Steele Scholarship Recipients Named

The Mid-Shore Community Foundation awarded \$100,000 to the fourth class of Austin and Martha Steele Scholars. Five outstanding public high school graduates received a four-year, \$20,000 scholarship at the senior awards programs at Colonel Richardson High School, Kent County High School, North Dorchester High School, Queen Anne's County High School, and St. Michaels High School.



2012 Steele Scholars from left: John W. Draper, III, Caitlin Heidler, K. Michaela Beggins, Natalie Hurley, and Taylor Lahman.

Nonprofit Resource Center at the Bullitt House

Workshops – offered in partnership with MANO

- Board Governance
- Fundraising
- Financial Management
- Grantwriting

Webinars

- 501(c)(3) Guidance
- Other Topics



Resources

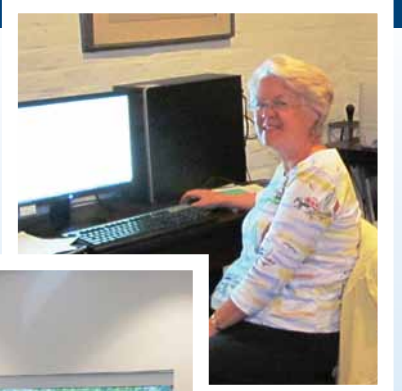
- Publications
- Best Practices
- IRS Guidance
- Maryland by the Numbers

Non-Profit Board Chair Roundtable

- A quarterly discussion group of Mid-Shore non-profit board chairs facilitated by Teri Bordenave

The Foundation Center

MSCF sponsors access to the *Foundation Center's Foundation Directory Online*, the nation's leading online funding research tool. The fully searchable database includes detailed profiles of more than 100,000 grant-makers nationwide.



MSCF Nonprofit Partners

- Academy Art Museum
- ACE Mentor Program of Maryland's Eastern Shore
- Avalon Foundation
- Bay Hundred Community Pool
- Boy Scouts of America, Del-Mar-Va Council
- CarePacks Talbot County
- Caroline Hospice Foundation
- Caroline Human Services Council
- CASA of Talbot and Dorchester Counties
- Channel Marker
- Character Counts! Kent County
- Chesapeake Bay Maritime Museum
- Chesapeake Chamber Music
- Chesapeake College Foundation

- Chesapeake Culinary Center
- Chesapeake Multicultural Resource Center
- Chestertown Book Festival
- Chesterwye Center
- Church Hill Theatre
- Crossroads Community
- Dancing for the Dogs
- Delmarva Community Services
- Echo Hill Outdoor School
- Empty Bowls Dorchester
- Empty Bowls Talbot
- Eventful Giving
- For All Seasons
- Frederick Douglass Day
- Freedom Rowers
- Friends of Wye Mill
- Girl Scouts of the Chesapeake Bay
- Habitat for Humanity Choptank
- Historical Society of Talbot County
- Hospice of Queen Anne's Foundation
- Mental Health Association in Talbot County
- Mid-Shore Community Band
- Mid-Shore Mental Health Systems
- Mid-Shore Riverkeeper Conservancy

- Mid-Shore Wounded Veterans Program
- Nick Spry Memorial Fund
- Old Wye Church
- Operation Christmas Spirit
- Our Hearts for Kids
- Oxford Community Center
- Oxford Day
- Pickering Creek Audubon Center
- Queen Anne's County Arts Council
- Radcliffe Creek School
- Richards Memorial Park
- Richardson Maritime Museum
- Rural Life Museum of Trappe
- Salisbury University Foundation
- St. Luke's Chapel
- Sultana Projects
- Talbot Community Connections
- Talbot County Education Technology
- Talbot Hospice Foundation
- Talbot Interfaith Shelter
- Talbot Mentors
- Talbot Optimist Club
- Talbot Partnership
- United Way of Kent County
- United Fund of Talbot County
- Upper Shore Aging
- Waterfowl Festival
- Wye River Upper School



Welcome to our new partners

CarePacks of Talbot County

A fiscal sponsorship of MSCF to provide students at Easton Elementary School who receive Free or Reduced Meals with a backpack of meals and snacks every weekend and school holiday.



Chesapeake Multicultural Resource Center

A fiscal sponsorship of MSCF to empower people from different cultures to become successful and engaged members of our community by coordinating services and providing informational and educational programs.



Dancing for the Dogs

A fiscal sponsorship of MSCF to raise funds for Mid-Shore animal shelters and rescues through a regional dance competition.



Eventful Giving

A fiscal sponsorship of MSCF to produce events to benefit charitable causes and enhance the quality of life for Talbot County residents.



Nick Spry Memorial Fund

An MSCF Fiscal Sponsorship to provide support to Mid-Shore Veterans and their families.



United Way of Kent County

The United Way raises funds to support outstanding local charities and non-profit organizations serving those in need in Kent County.



How can you contribute?

1. Give to the Founders' Fund of the Mid-Shore Community Foundation

Make a gift to our permanent endowment, and enable us to address the current and future needs and opportunities of our region, and its people. Gifts can also be targeted to one of the five Mid-Shore counties – Caroline, Dorchester, Kent, Queen Anne's, and Talbot, and at certain levels, be established as named funds.

2. Open a Fund

Establish a new fund at MSCF to address specific areas of interest within the community, to provide scholarships and educational grants for future leaders, or to support a specific charity. New funds can be created with an initial investment of at least \$10,000.

3. Volunteer

Join your colleagues and friends within the community as a volunteer on one of the MSCF advisory committees, or in support of one or more of our 60+ nonprofit partners.

4. Leave a Legacy

Plan a gift with MSCF to address the causes you care about and to reflect how you would like to be remembered within your community. We have a number of planned giving options.

Visit us at www.mscf.org to learn how you can support this community by becoming a donor.

Welcome to our New Funds

Partners for Paws Animal Fund Endowment

Sarah H. Willis Memorial Trust

Talbot Interfaith Shelter Endowment

The Wolin Family Tzedakah Fund





MSCF continues to meet national standards of excellence

The National Standards Seal by our name indicates official confirmation from the Community Foundations National Standards Board that we have met the most rigorous standards in philanthropy. It says our grantmaking includes an open, competitive process designed to address the challenging needs of our community. The National Standards Seal also confirms our history of honoring donors' wishes.



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Mid-Shore Community Foundation

The Bullitt House · 102 E. Dover Street
Easton, Maryland 21601

Phone 410.820.8175 · Fax 410.820.8729

www.msfc.org

MSCF BY THE NUMBERS

Financial Summary 2012

THIS HAS BEEN ANOTHER VERY GOOD YEAR financially for MSCF. Even though the market was up and down this year with very little overall gain in investment performance—\$235,441—investments as a whole increased by \$4,775,514 (16%). This significant growth was due to two factors. The first was cash from an estate receivable which substantially reduced receivables and increased invested assets. The second was another outstanding year in donor contributions. Overall, MSCF received \$2,009,666 in contributions in 2012!

Total assets at MSCF are just shy of \$39 million at June 30, 2012. Our Investment Committee continues to monitor investment manager performance to maximize return to our funds and in support of expanded grant making at the Foundation.

With an increase in assets at the Foundation due to both donor contributions and investments, our Grants Committee reported another outstanding year of grant making in support of the Mid-Shore community. At year end, grants and charitable expenses totaled \$1,606,820.

Lastly, operating expenses increased slightly as a percent of assets to 1.4% in FY 12. Operating expenses at MSCF increased by 11% over last year due primarily to a new staff position to strengthen our financial management given the continued growth in assets and grants. Our board is committed to keeping our operating expenses to an absolute minimum so that our assets can be focused on the needs of the Mid-Shore community.

Stuart Bounds, *President*

Statement of Financial Position

	2011 audited	2012 unaudited
Assets		
Cash	\$1,231,292	\$155,618
Receivable from Estates in Settlement	5,114,620	1,208,837
Grants Receivable	20,350	-
Investments	30,122,779	34,898,293
Property and Equipment, net of depreciation	1,495,616	1,460,846
Other Assets	651,414	1,144,699
Total Assets	\$38,636,071	\$38,868,293
Liabilities and Net Assets		
Accounts Payable	\$37,130	\$90,117
Grants Payable	354,434	627,511
Charitable Gift Annuity Obligations	1,088,010	1,012,888
Agency Payables	2,402,821	1,890,826
Net Assets	34,753,676	35,246,951
Total Liabilities and Net Assets	\$38,636,071	\$38,868,293

Statement of Activities

Support and Revenue

Donor Contributions	\$3,781,411	\$2,009,666
Investment Results	5,158,274	235,441
Change in Value - split interest agreements	(127,019)	(85,883)
Rental Income	19,850	18,900
Total Support and Revenue	\$8,832,516	\$2,178,124

Grants and Expenses

Grants and Charitable Expenses	\$1,716,567	\$1,606,820
Operating Expenses	501,386	557,882
Total Grants and Expenses	\$2,217,953	\$2,164,702

Treasure the Shore