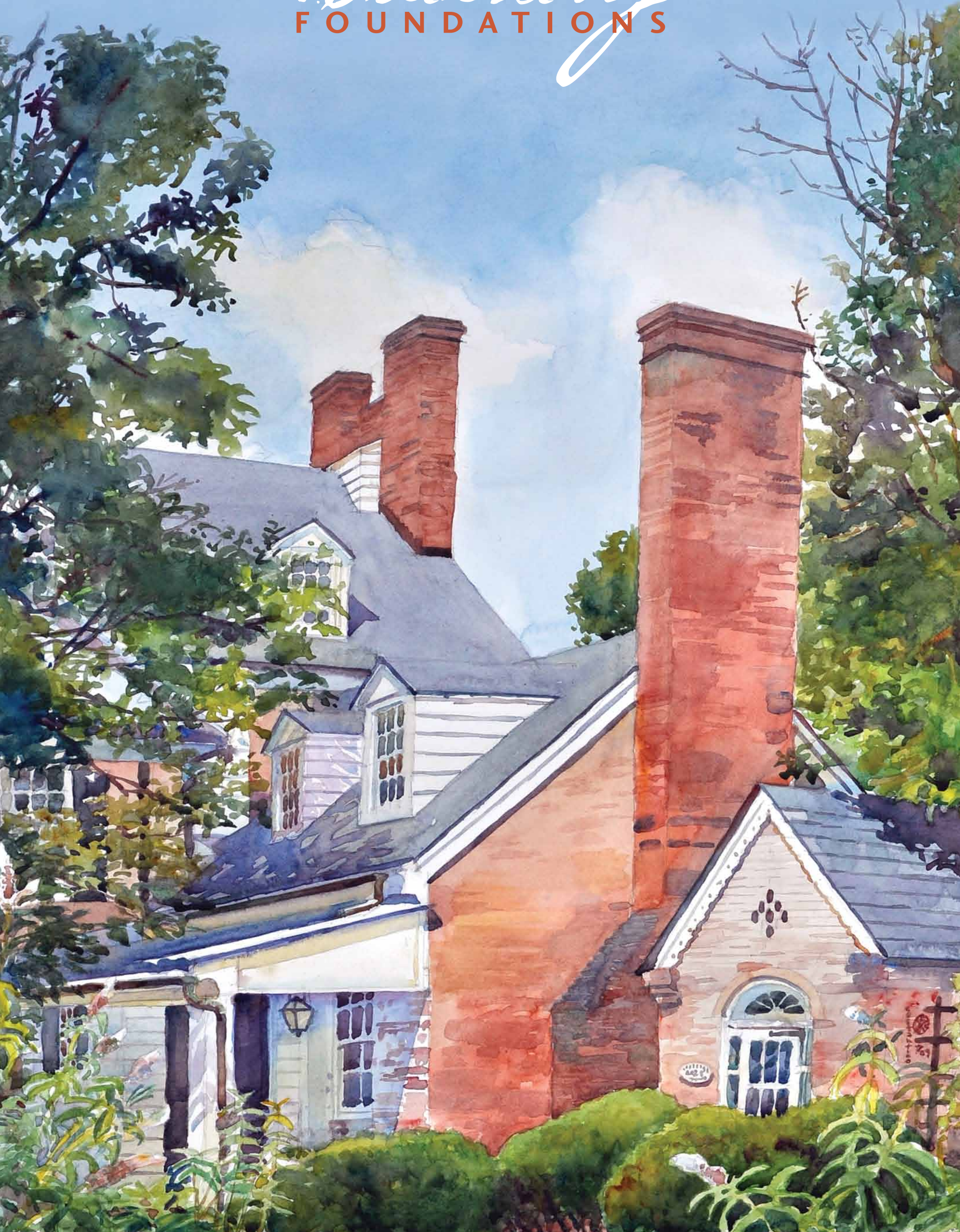


Building FOUNDATIONS



MID-SHORE COMMUNITY FOUNDATION
2014 REPORT TO THE COMMUNITY



From the Chairman

Two significant milestones were reached in 2014. At year end our assets crossed the \$50 million dollar threshold. Equally significant we hit an all-time high in the total value of grants, scholarships, and related expenses awarded in a single year -- \$2,633,863. I don't think anyone anticipated that we would reach these milestones in a little over 20 years and grow into the fourth largest community foundation in Maryland. It is a testament to the extraordinary generosity of this community and the exceptional commitment of the Board of Directors and the many volunteers who have supported the Foundation over the years. It is also a tribute to the incredibly hard work of our staff.

We are delighted to welcome eight new board members to the Foundation, and I want to thank three members who completed their second term on the Board of Directors this past year and whose service to this community has been exemplary — Elizabeth Brice and Neil LeCompte from Queen Anne's County and Sandy McAllister from Dorchester County. We simply could not serve this community effectively without the commitment of our community volunteers.

W. Moorhead Vermilye
Chairman

Board of Directors

- Moorhead Vermilye, Chair (Talbot County)
- John Dillon, Vice Chair (Talbot County)
- David Nagel, Treasurer (Caroline County)
- Brett Summers, Secretary (Dorchester County)
- Jean Anthony (Kent County)
- Joe Anthony (Talbot County)
- Richard "Dick" Barker (Kent County)
- Scott Beatty (Talbot County)
- Stuart Bounds (Talbot County)
- William "Bill" Boyd (Talbot County)
- William "Bill" Brooks (Dorchester County)
- Janelle Buck (Dorchester County)
- Art Cecil (Talbot County)
- Sara Jane Davidson (Caroline County)
- Stuart "Mickey" Elsberg (Kent County)
- Mark Freestate (Queen Anne's County)
- Heather Guerieri (Queen Anne's County)
- Kirk Helfenbein (Kent County)
- Wayne Howard (Caroline County)
- Ann Jacobs (Caroline County)
- Lynn Knight (Queen Anne's County)
- John Lewis (Queen Anne's County)
- John McGinnis (Dorchester County)
- Greg Meekins (Dorchester County)
- Alice Ryan (Talbot County)
- Win Trice (Queen Anne's County)
- Barbara Viniar (Talbot County)
- Hubert Wright (Dorchester County)

Community Members, Standing Committees

- Elizabeth Brice (Grants, Scholarship)
- Charles Capute (Grants)
- Margaret Riehl (Grants)
- Duane Hilghman (Institutional Advancement)
- Sandy McAllister (Institutional Advancement)
- Sharon Van Emburgh (Institutional Advancement)
- Bill Lane (Finance)
- Jim Vermilye (Finance)
- Ernie Chadderton (Scholarship)
- Susie Dillon (Scholarship)
- John Masone (Scholarship)
- Jennifer Stuart (Scholarship)
- Meg van den Berg (Scholarship)

MSCF Investment Committee

Advisory Committees

Caroline County

- Tom Chambers
- Duane Hilghman
- Robert Jarrell
- Carville Leaf
- Keith McMahan
- Owen Wise

Kent County

- Charles Athey
- Stewart Barroll
- Tom Beckett
- Randy Cooper
- Kathleen Hurd
- Michael Moore
- Mary Ellen Valliant
- Geni Wootton

Talbot County

- Charles Fitzgerald
- Lee Gordon
- Brad Hill
- Elizabeth Spurry
- Sharon Van Emburgh
- Jim Vermilye
- Phil Webster
- Curry Wilford
- JoRhea Wright

Dorchester County

- Ted Brooks
- Robert Collison
- Chad Malkus
- Sandy McAllister

Queen Anne's County

- Jack Ashley
- Elizabeth Brice
- Ann Goodman
- Richard Graves
- Richard Mullaney
- Tom Rhodes

Staff

- W. W. "Buck" Duncan, President
- Robbin Hill, Chief Program Officer
- Michael Morris, Chief Financial Officer
- Heather Pickens, Assistant to the President

ABOUT OUR NEW BOARD MEMBERS



Stuart Bounds

Stuart Bounds, Talbot County, is a former President of the Mid-Shore Community Foundation and President Emeritus of Chesapeake College. He serves on numerous boards including Shore Regional Health, the Maryland Workforce Development Board and The Country School.



Bill Brooks

Bill Brooks, Dorchester County, operates the J. M. Clayton Company in Cambridge, Maryland with his two brothers. He serves on the Board of the National Bank of Cambridge and is an Advisor to the George B. Todd Fund of the Mid-Shore Community Foundation.



Janelle Buck

Janelle Buck, a native of Dorchester County, is the president and owner of Henry Funeral Home, PA. She serves on the Dorchester County Public Schools' Minority Achievement Task Force and is active in a number of civic and church related organizations.



Heather Guerieri

Sara Jane Davidson is a resident of Caroline County. She is a retired teaching professional following 35 years of service in Queen Anne's County. She serves on numerous boards including the Caroline County Nursing Home Board, the May Foundation, and CASA of Dorchester & Talbot Counties.

Heather Guerieri, Queen Anne's County, is the executive director of Hospice of Queen Anne's, Inc. She serves on the board for the Hospice and Palliative Network of Maryland, and is active in community initiatives relating to health care.

Kirk Helfenbein, Kent County, is President of Fellows, Helfenbein & Newnam Funeral Home, P.A. Kirk served as President of The Chestertown Rotary Club and Ducks Unlimited, and is involved with other local civic groups.

Ann Jacobs is the Executive Director of the Caroline County Chamber of Commerce and a current member of the Denton Rotary Club and the Caroline Human Services Council.

Gregory Meekins is a native of Cambridge, Maryland and is the Administrator of the New Directions Learning Academy of Dorchester County Public Schools. He is affiliated with the Cambridge Ethics Commission and CASA of Dorchester County.



Sara Jane Davidson



Kirk Helfenbein



Ann Jacobs



Gregory Meekins



HELEN FRANK LEAVES UNRESTRICTED BEQUEST



Helen Frank retired to the Easton area with her husband, N. Robert Frank MD, after a very successful 36 year career in medical administration at Boston City Hospital. She received recognition for her unwavering support of the Department of Infectious Disease throughout her career. In her personal life she loved to travel and was an exceptional fencing champion; she was also devoted to animals.

Her first connection with the Foundation was in 2005 when she created a Charitable Gift Annuity to benefit Talbot Humane. As a reflection of her continuing commitment to her adopted community, she also left an unrestricted bequest of \$200,000 to support the work of the Mid-Shore Community Foundation.

The Board of Directors allocated half of that bequest to an endowment to support the mission of the Foundation. The remaining half was distributed in equal portions to each of the new endowments recently created to support grant-making in the five counties served by the Mid-Shore Community Foundation.

Helen Frank, through her estate planning, has left an enduring legacy to this, her adopted community.

HARRY AND CREIGHTON RHODES ESTABLISH DESIGNATED FUND



The Mid-Shore community lost an extraordinary community leader, educator and friend with the passing of Dr. Harry C. Rhodes at the age of 99. Dr. Harry, as he was known by many, and his wife Creighton, who died in 2009, were devoted to their Eastern Shore community and particularly to Queenstown where Harry's family goes back many generations. In reflecting on his years together with his late wife Creighton, Harry commented, "We've been very fortunate in our lives. We've had good health and have no regrets. Because of that, we've always felt we wanted to give something back to this community – carrying forward our giving spirit for the next generation."

During their lifetimes, Harry and Creighton established a designated endowment fund at the Mid-Shore Community Foundation with the intent to build on that endowment on an annual basis and then devote a significant portion of their estate to create a permanent civic legacy for their community. Harry explained, "The Fund will allow us to continue supporting the local organizations we have always supported after we are gone."

Harry served on the Board of MSCF and understood the critical importance of permanent assets that would continue to nourish this community in perpetuity. He included MSCF among the local charities that will benefit from the Harry and Creighton Rhodes Fund in perpetuity. While the community will greatly miss Harry and Creighton's presence and friendship, their civic spirit will live on through this fund as a lasting testament.

FAMILY CREATES MEMORIAL FUND FOR TOM AND ALICE ROBINSON

The Thomas E. and Alice B. Robinson Fund was established by the family this year as a memorial to Tom's work with the Foundation. He devoted many years of volunteer service to MSCF as a secretary to the Board, acting interim Director and in service on the Grants Committee. During those years he discovered the many ways in which the Foundation enriched the lives of Mid-Shore residents.

Tom was an attorney who held positions in academic administration and in government service. Like many, he and his wife Alice came to love the Eastern Shore as visitors and then decided to move to Talbot County in retirement. While Tom was devoting his volunteer time to MSCF, Alice was active with the local humane society.

The family created this discretionary fund to provide additional assets to the Grants Committee of MSCF to address the most urgent needs in the community. Tom understood the importance of discretionary assets at the Foundation and how those assets could be deployed by the Foundation to address critical initiatives and programs in the Mid-Shore Region.



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 used to 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 MSCF's advisory committees, or in support of one or more of our 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.

Building

FOUNDATIONS

Supporting our Non-Profit Community

FISCAL SPONSORSHIP OF COMMUNITY INITIATIVES

12 New Fiscal Sponsorships were established in 2014 enabling important community initiatives. MSCF serves as the charitable sponsor and provides fiscal and administrative support:

Bellevue Royal Oak Cemetery Association
Bells of the Bay
Gilbert Byron House
Cover Your Chin for Charity
Lunar New Year
Classic Motor Museum of St. Michaels
Mid-Shore Early Learning Center
Community Newspaper Project
Talbot Parent Coalition
South Caroline Basketball
St. Michaels After School Help
Wings & Wheels



THE FOUNDATION CENTER SPONSORED FOR AREA NONPROFITS

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



Maryland Nonprofits, the Grayce B. Kerr Fund and MSCF will sponsor *Standards of Excellence* certification for local nonprofits in 2014-2015!

ENDOWMENT SUPPORT THROUGH AGENCY FUNDS

2 New Agency Funds were created to build permanent assets to support the mission of local charities:

Horizons of Kent County
Phillips Wharf Environmental Center
Oyster House Project



NONPROFIT RESOURCE CENTER SPONSORS WORKSHOP SERIES

MSCF partnered with Maryland Nonprofits and other training providers to strengthen and support Mid-Shore nonprofits.

- Increasing Board Member Engagement in Fundraising
- Board Member Recruitment and Succession Planning
- Budgeting for Grant Applications
- Charitable Gift Annuity Strategies



Non-Profit Partners

ACE Mentor Program of Maryland's Eastern Shore
Academy of Art Museum
Avalon Foundation
Bay Hundred Community Pool
Boy Scouts of America, Del-Mar-Va Council
Caroline Hospice Foundation
CASA of Talbot and Dorchester Counties
Chesapeake Bay Maritime Museum
Channel Marker
Chesapeake Chamber Music
Chesapeake College Foundation
Chesapeake Wildlife Heritage
Chesterwe Center
Church Hill Theatre
Crossroads Community
Chesapeake Culinary Center
Delmarva Community Services
Dorchester County Historical Society
Eastern Shore Land Conservancy
Girl Scouts of the Chesapeake Bay
Habitat for Humanity Choptank
Historical Society of Talbot County
Horizons of Kent County
Caroline Human Services Council
Mid-Shore Mental Health Systems
Mid-Shore Riverkeeper Conservancy
Oxford Community Center
Phillips Wharf Environmental Center

Pickering Creek Audubon Center
Queen Anne's County Art Resource Trust
Hospice of Queen Anne's
Radcliffe Creek School
Richardson Maritime Museum
Salisbury University Foundation
St. Luke's Chapel
Sultana Education Foundation
Talbot Hospice Foundation
Talbot Mentors
Talbot Optimist Club
Talbot Partnership
United Fund of Talbot County
Upper Shore Aging
United Way of Kent County
Waterfowl Festival
Old Wye Church
Friends of Wye Mill
Wye River Upper School

Fundraising/Program Partners

Bellevue Royal Oak Cemetery Association
Bells of the Bay
Gilbert Byron Fund
CarePacks Talbot County
Carpe Diem Arts Outreach
Character Counts! Kent County
Chestertown Book Festival
Classic Motor Museum of St. Michaels
Community Newspaper Project
Cover Your Chin for Charity
Frederick Douglass Day
Easton Airport Day
Easton Business Alliance
Empty Bowls Dorchester
Empty Bowls Talbot
Eastern Shore of Maryland Human Trafficking Task Force
Eventful Giving

Imagination Library Talbot County
Kent Forward
Lunar New Year, Mid-Shore
Mid-Shore Community Band
Mid-Shore Early Learning Center
Mid-Shore Wounded Veterans Program
Operation Christmas Spirit
Our Hearts for Kids
Oxford Day
Richards Memorial Park
South Caroline Basketball
Spring Hill Cemetery
Nick Spry Memorial Fund
St. Michaels After School Help "SMASH"
Talbot County Youth Livestock Fund
Talbot Interfaith Shelter
Wings & Wheels

Students cheer Wye River Upper School completion.

GRANT MAKING FUNDS AT MSCF

American Legion Post 192 Foundation
 American Legion, Blake-Blackston Post 77 Fund
 Andrew Family Foundation
 Blenda W. and Bruce C. Armistead Fund
 Artistic Insights Fund
 Lloyd Lowndes Beatty, Sr. Fund
 Breezy Point Fund
 Bryan Brothers Foundation
 Fund for Caroline County
 Chestertown Library Preservation Foundation - Paca Fund
 Chestertown Library Preservation Foundation
 The Clifton Fund
 Cold Day Fund
 Community Investment Fund
 Reade W. and Mary P. Corr Fund
 C. Paul Cox Family Fund
 Critchlow Adkins Childrens' Centers Endowment Fund
 CTC Family Fund
 Daisy Fund
 Damon/Sherry Family Fund
 Marci Bee Dayton Memorial Fund
 Fund for Dorchester County
 The Draut Fund
 Easton Volunteer Fire Department
 Elm Street Development
 Eastern Shore Community Fund
 Elsberg Family Fund
 Ferree Fund
 Founders' Fund
 Granville Fund
 Groundhog Day Fund
 Marie Harkowa Patients in Need Fund
 Dave Haslup/Lou Gehrig
 Athletic Scholarship Foundation
 Mary Anne Hatcher Scholarship Award Funds
 Jane and Robert Hellowell Foundation
 Margaret Herring Fund
 Bonnie Hilghman Cancer Fund
 Roberta B. Holt Fund
 Jabez Fund
 Katra Fund
 Fund for Kent County
 Timothy Kern Memorial Fund
 Michael D. Kilgus Dollars Fore Scholars Fund
 Arthur H. Kudner, Jr. Fund
 Lamplighter Foundation Fund
 Alice Bartlett Lane Fund
 for the benefit of the Dixon House
 Frederick N. and Phyllis H. Leonard Fund
 Hope Fulton and Joel C. Leuchter Philanthropic Fund
 Edmund Lindemuth and Melvyn Schofield
 Endowment Fund
 Col. Edgar & Catherine Linthicum Fund
 Friends of the Little Red Schoolhouse
 Endowment Fund
 Richard Lockhart Fund
 for the benefit of the Benedictine School
 Joseph S. Mansfield, Sr. Memorial Fund
 Merriewold Trust
 Mid-Shore Realtors Foundation
 Bill and Judy Munn Family Fund
 Nagel Family Fund
 David A. Nagey Foundation
 for Perinatal Education and Research
 John M. Nashold Fund
 f/b/o Caroline County Humane
 Next 50 Years Fund
 for Saints Peter and Paul High School
 Friends of the North Easton Sports Complex Fund
 Partners for Paws Animal Fund
 Audrey B. Pierce Fund
 PNC Fund for Caroline County
 PNC Fund for Kent County
 PNC Fund for Queen Anne's County
 PNC Fund for Talbot County
 Fund for Queen Anne's County
 Reynolds/Cristiano Fund

Harry C. and Creighton J. Rhodes Fund
 Thomas E. and Alice B. Robinson Fund
 Sener/Johnston Family Fund
 Jason Weldon Sherertz Memorial Fund
 Springbrook Fund
 Frances Stevens Fund
 Michael C. Stone Memorial Award Fund
 Fund for Talbot County
 Talbot Community Connections Fund
 Talbot Parent Coalition
 The Talbot Twelve Foundation Fund
 Thomas Perrin Smith Fund
 Doris R. Thompson Activities Fund
 Charles H. Thornton Family Fund
 George B. Todd Fund
 Two Feet on the Ground Fund
 Clifton F. West, Jr. Fund
 Wilke Fund
 J. McKenny Willis, Jr. Award Fund
 Sarah H. Willis Charitable Trust
 William L. & Bonnie B. Wilson Fund
 Wolin Family Tzedakah Fund
 Wolin Fund for Youth in Foster Care
 Woman's Club of Denton Fund
 Women & Girls Fund
 Mary Lou McAllister Fund
 of the Women & Girls Fund
 Wye Institute Fund

7 NEW FUNDS JOIN IN GRANTMAKING AT MSCF

American Legion,
 Blake-Blackston Post #77 Fund
 Cold Day Fund
 Eastern Shore of Maryland
 Human Trafficking Task Force Fund
 Jabez Fund
 MaryLou McAllister Fund
 of the Women & Girls Fund
 Thomas E. and Alice B. Robinson Fund
 Charles H. Thornton Family Fund



George B. Todd Fund Advisors, left to right, Bill Brooks, Charlie Capute, Marty Mullaney, David Tolley, John McGinnis with MSCF President, Buck Duncan.

Business Community & Organizations Contribute \$447,000 to Support Work of MSCF

Bay Area Association of Realtors & Mid-Shore Board of Realtors

Donated 2014 Event Proceeds

Chesapeake Classic Car Club

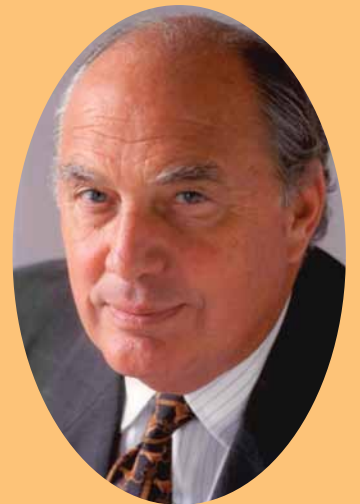
Contributed 2013 Spring Event Profits

St. Michaels Concours d'Elegance

\$25,000 Contribution from 2013 Concours

William T. Hunter/ Dover Realty Holdings

Gift of Property Adjacent to Bullitt House valued at \$420,000



William "Bill" Hunter

Clockwise from right: Bay to Mid-Shore Realtor and Exhibition Expo; Chesapeake Classic Car Club Spring Show; St. Michaels Concours d'Elegance 2014 - from left: MSCF president Buck Duncan with event chairs David North and George Walsh.



\$501,500 in Grants Supports Critical Capital Investment in Area Nonprofits

The George B. Todd Fund committed \$250,000, and pledged another \$175,000 contingent on matching gifts, to the **Chesapeake Grove Intergenerational Center** of Delmarva Community Services

“DCS is excited to partner with the George B. Todd Fund in support of our resident seniors and children.”

— Santo A. Grande, Delmarva Community Services President & CEO

From the left are Katie Clendaniel (DCS), Buck Duncan, Marty Mullaney, David Tolley, John McGinnis, Bill Brooks of the George B Todd Fund and Cathy Frey (DCS)



The Dorchester Center for the Arts received an additional \$50,000, for a total of \$250,000, for the new **George B. Todd Performance Hall**

The Arthur H. Kudner, Jr. Fund and the George B. Todd Fund awarded \$50,000 in support of the new **Health Professions and Athletic Center** at Chesapeake College



The new 100,000 sq. ft. Health Professions and Athletic Center will bring together all of the nursing, allied health, wellness, and athletic programs into one, state-of-the-art facility on the campus of Chesapeake College. The new facility will expand training opportunities in the health professions and provide comprehensive wellness and athletic services to students and staff at the college.

MORE CONSTRUCTION AND RENOVATION PROJECTS IN THE WORKS...

- Chesapeake Culinary Center Renovation**, \$40,000 Grant: Arthur H. Kudner, Jr. Fund
 - Phillips Wharf Environmental Center, Oyster House Project**, \$41,500 Grant: Arthur H. Kudner, Jr. Fund
 - Talbot Hospice Foundation Addition**, \$20,500 Grant: Granville Fund, Groundhog Day Fund
 - Shore Regional Health Breast Center**, \$20,000 Grant: Maggie Ferree Fund, Bonnie Hilghman Fund
 - Wye River Upper School, Centreville Armory Renovation**, \$7,500 Grant: Maggie Ferree Fund, Granville Fund
- (At the conclusion of last year, the Arthur H. Kudner, Jr. Fund granted \$156,566 to this project)

Clockwise from bottom right: Breast Center at Requard Radiation Oncology Center; Wye Upper School; Phillips Wharf Environmental Center; Chesapeake Culinary Center.



MSCF Funds made \$1,522,000 in Grants to Charities in 2014

Academy Art Museum - \$7,600
 Adas Israel Congregation - \$4,691
 Adkins Arboretum - \$6,200
 Allegheny Cemetery Historical Association - \$37
 American Civil Liberties Union Foundation - \$500
 American Junior Golf Association - \$500
 American Legion Auxiliary Caroline Unit - \$275
 American University - \$250
 Amnesty International USA, Inc. - \$177
 AOPA Air Safety Foundation - \$1,000
 Asbury United Methodist Church - \$3,400
 The Aspen Institute - \$1,000
 Associazione Imparare Giocando Onlus - \$12,000
 Avalon Foundation - \$2,000
 BAAM - Building African-American Minds - \$5,000
 Bay Hundred Community Volunteer - \$2,982
 Bay Hundred Wrestling Club - \$800
 Bayshore Soccer Club of Maryland - \$2,500
 Baywater Animal Rescue - \$2,878
 Benedictine Foundation - \$5,453
 Betterton Community Development Corporation - \$1,000
 Box of Rain Foundation - \$1,500
 Boy Scouts of America, Del-Mar-Va Council - \$1,000
 Brigance Brigade Foundation - \$5,000
 Brown Box Theatre Project - \$6,000
 Calvary Asbury Methodist Church - \$1,000
 Cambridge South Dorchester High School - SGA - \$4,125
 Cambridge South Dorchester High School - Track & Field - \$8,000
 Care & Share Fund - \$200
 Caroline County Commissioners - \$1,500
 Caroline County Council of Arts - \$450
 Caroline County Habitat for Humanity - \$350
 Caroline County Health Department - \$2,500
 Caroline County Historical Society - \$250
 Caroline County Humane Society - \$13,097
 Caroline Hospice Foundation - \$175
 CASA of Caroline - \$300
 CASA of Queen Anne's & Kent Counties - \$100
 CASA of Talbot and Dorchester Counties - \$12,950
 Cedar Lane Unitarian Universalist Church - \$100
 Channel Marker - \$15,000
 Character Counts!
 Kent County Essay Awards - \$1,675
 Character Counts! Kent County - \$8,991
 Character Counts! Mid-Shore - \$4,300
 Chesapeake Bay Foundation - \$500
 Chesapeake Bay Maritime Museum - \$4,303
 Chesapeake Bay Trust - \$1,000
 Chesapeake Chamber Music - \$1,000
 Chesapeake Children's Theater - \$1,517
 Chesapeake College - \$65,789
 Chesapeake College Foundation - \$56,011
 Chesapeake Conservancy - \$10,000
 Chesapeake Culinary Center/
 Town of Denton - \$40,000
 Chesapeake Multicultural Resource Center - \$5,750
 Chester River Artworks - \$92
 Chester River Association - \$1,103
 Chester River Chorale - \$510
 Chester River Health Foundation - \$11,018
 Chester Valley Ministers' Association - \$200
 Chestertown Havurah - \$300
 Chestertown RiverArts - \$1,815
 Chestertown Volunteer Fire Company - \$300
 Chesterwy Center - \$1,000
 The Children's Home Foundation
 of the Eastern Shore - \$250
 Christ Church Day School - \$541
 Christ Church Episcopal School - \$3,600
 Christ Episcopal Church - \$20,000
 Church Hill Theatre - \$3,300
 Class Acts Arts - \$535
 Clemson IPTAY Club - \$10,000
 Clemson University - \$5,000
 Community Civic League of Federalsburg - \$2,700
 Community Food Pantry - \$700
 Community Mediation Upper Shore - \$3,000
 The Country School - \$5,538
 Critchlow Adkins Children's Center - \$13,122
 Crossroads Community, Inc. - \$6,000
 Crumpton Cemetery Association - \$200
 Crumpton Volunteer Fire Company - \$1,000
 Dark Horse Lacrosse - \$3,929
 Delmarva Community Services - \$250,000
 Denton Child Development Center - \$200

Denton Little League - \$250
 Denton Volunteer Fire Department - \$350
 The Dixon House - \$100
 Doctors Without Borders, USA - \$850
 Dorchester Center for the Arts - \$50,500
 Dorchester County
 Community Service Providers - \$3,000
 Dorchester Youth Lacrosse - \$5,000
 Dragonfly Heart Camp - \$200
 Easter Seals - \$5,000
 Eastern Shore Area Health Education Center - \$7,625
 Eastern Shore Land Conservancy - \$10,800
 Eastern Shore Veteran's
 Cemetery Committee - \$1,000
 Easton Choral Arts Society - \$500
 Easton Elks, 1622 - \$500
 Easton High School - After Graduation Party - \$500
 Easton Little League - \$1,400
 Easton Rotary Club
 Youth and Community Fund - \$1,000
 Easton Volunteer Fire Dept. - \$897
 Echo Hill Outdoor School - \$3,800
 EcoPeace/Friends of the Earth Middle East - \$1,000
 Emmanuel Episcopal Church - \$9,826
 Enchanted Haven Horse Rescue - \$1,550
 Evanston Township High School
 Educational Foundation - \$100
 Experimental Aircraft Association - \$1,000
 The Falls Church Anglican - \$250
 Family and Community Partnerships
 of Kent County - \$3,300
 First United Methodist Church - \$50
 For All Seasons - \$52,227
 Foster Care to Success - \$15,000
 Foundation for Community Partnerships - \$7,242
 Foundation for the Kent County
 Public Library - \$2,747
 Freedom Rowers - \$1,000
 Friends of Berea High School - \$5,000
 Friends of Eastern Neck - \$50
 Friends of Quiet Waters Park - \$1,000
 Friends of St. Johns Chapel - \$986
 Friends of the Kent County Public Library - \$72
 GALA Hispanic Theatre - \$1,000
 Garfield Center Foundation - \$4,200
 Garrison Forest School Annual Fund - \$541
 Gideons International - \$15,000
 Good Neighbor Fund - \$200
 Grace Episcopal Church - \$100
 Greenville Little Theatre - \$2,000
 Guru Ram Das Center for Medicine
 & Humanology - \$25,000
 Habitat for Humanity Choptank - \$9,948
 Trustees of Hamilton College - \$5,000
 Haverford School - \$200
 Healthy Families Mid-Shore - \$2,500
 Hiram College - \$125
 Historical Society of Talbot County - \$500
 Homerun Baker Little League - \$500
 Horizons of Kent County - \$6,000
 Hospice of Queen Anne's - \$1,000
 Howard Hospital Foundation - \$12,327

Hugh Gregory Gallagher
 Motivational Theater - \$1,600
 The Humane Society of Kent County - \$100
 Immanuel Lutheran Church - \$300
 Institute for Educational Leadership - \$250
 Jewish National Fund - \$100
 Johns Hopkins Children's Center - \$2,166
 Johns Hopkins Hospital
 Endowment Fund - \$1,000
 Johns Hopkins Medicine - \$2,500
 Junior Achievement
 of Central Maryland - \$10,000
 Junior Achievement
 of the Eastern Shore - \$3,000
 Kennard Alumni Association - \$5,575
 Kent Agricultural Center - \$3,000
 Kent Association of Riding Therapy - \$600
 Kent Center - \$1,000
 Kent County Medical Adult Day Care - \$1,000
 Kent County Public Library - \$4,812
 Kent County Public Schools - \$2,000
 Kent Youth - \$2,343
 Kent-Queen Anne's Rescue Squad - \$50
 Key School - \$30,000
 Susan G. Komen Maryland - \$3,443
 Ladies of Nia, Inc. - \$3,500
 The League of Women Voters
 of Kent County - \$4,007
 Lloyds Volunteer Fire Department - \$1,000
 Lymphoma Research Foundation - \$1,000
 Main Street Housing - \$2,025
 The Mainstay - \$200
 Maryland 4-H Foundation - \$300
 Maryland Coalition of Families for Children's
 Mental Health - \$350
 Maryland Food Bank Eastern Shore - \$35,000
 Maryland Hall for the Creative Arts - \$1,000
 Maryland Public Television - \$500
 Maryland Center for Veteran's Education &
 Training - \$1,000
 Masorti Foundation
 for Conservative Judaism - \$500
 Massey Air Museum - \$5,000
 Mayo Foundation - \$450
 Medical and Health Science Foundation - \$250
 Memorial Hospital Foundation - \$26,500
 Memorial Sloan Kettering - \$500
 Mental Health Association
 in Talbot County - \$3,000
 Mid Shore Community
 Mediation Center - \$2,000
 Mid-Atlantic Symphony Orchestra - \$1,000
 Midshore Riverkeeper Conservancy - \$500
 Mid-Shore Pro Bono - \$2,000
 Millbrook School - \$1,000
 Millington Volunteer Fire Company - \$1,000
 Millington Youth Baseball Association - \$1,000
 Scott E. Monk Scholarship Fund - \$1,500
 Mount Sinai Medical Center of Florida - \$100
 National Music Festival - \$6,400
 The Nature Conservancy - Wyoming - \$5,000
 Navy SEAL Foundation - \$150
 Neighborhood Service Center - \$4,200
 New Israel Fund - \$1,000
 North Carolina Clergy Association - \$300
 Ohio Environmental Council - \$100
 Oldfields School - \$6,000
 Open Bible Church & Academy - \$750

Oxford Community Center - \$500
 P E F Israel Endowment Funds - \$3,250
 Page Turners! Girls Who Read to Achieve - \$5,633
 Pancreatic Cancer Action Network - \$3,418
 Partners in Care Maryland - \$4,750
 The Peace Center - \$10,000
 Pendleton Place for Children and Families - \$1,000
 Phillips Wharf Environmental Center - \$72,500
 Physicians for Human Rights-Israel - \$600
 Pickering Creek Audubon Center - \$3,400
 Pittsville Volunteer Fire Department - \$1,000
 Pop Warner Little Scholars - \$4,000
 Presbyterian Church of Easton - \$2,200
 Quota International of Cambridge, MD - \$4,500
 Rabbis for Human Rights - North America - \$108
 Radcliffe Creek School - \$1,000
 Rebuilding Together Caroline County - \$1,800
 Rebuilding Together Kent County - \$2,200
 Richardson Men's Bible Class of St. Paul - \$2,000
 River of Grace Lutheran Church - \$6,069
 Saint Martin's Ministries - \$15,500
 Salvation Army - \$6,000
 Samaritan Group - \$3,700
 Scotts United Methodist Church - \$2,200
 Search for Common Ground - \$500
 Shore Health System - \$1,897
 Short Wing Piper Education Foundation - \$1,000
 Snip/Tuck - \$2,920
 Society for the Study of Culture
 and Psychiatry - \$500
 The South Kent Fund - \$300
 Southern Poverty Law Center, Inc. - \$290
 St. Luke's Chapel - \$3,285
 St. Michaels Community Center, Inc. - \$1,000
 St. Michaels Community Food Pantry - \$2,200
 St. Michaels Elementary School - \$750
 St. Michaels High School - \$4,250
 St. Michaels Middle/High School - \$9,000
 St. Paul's Episcopal Church - \$1,000
 St. Vincent dePaul Society - \$2,200
 Sudlersville Cemetery Association - \$200
 Sudlersville Memorial Library - \$1,000
 Sudlersville Train Museum - \$6,354
 Sudlersville Volunteer Fire Company - \$500
 Sultana Education Foundation - \$3,000
 Sun Valley Film Festival - \$10,000
 Talbot Community Connections - \$9,100
 Talbot County Arts Council - \$8,666
 Talbot County Paramedics Foundation - \$100
 Talbot County Public Schools - \$4,200
 Talbot Hospice Foundation - \$27,114
 Talbot Humane - \$6,247
 Talbot Mentors - \$7,000
 Talbot Partnership - \$4,400
 Talisman Therapeutic Riding - \$10,000
 Temple Beth El - \$750
 Temple B'nai Israel - \$650
 Tilghman United Methodist Church - \$2,200
 Tilghman Watermen's Museum - \$5,000
 George B. Todd Scholarship
 to The Country School - \$5,000
 Townsend Memorial Medical Clinic - \$500
 Harriet Tubman Organization - \$200
 Union United Methodist Church - \$2,200
 Unitarian Universalists of the Chester River - \$500
 United Charitable Programs -
 SOAR in the Saddle - \$1,750
 United Fund of Talbot County, Inc. - \$13,999
 United Way of Kent County, Inc. - \$2,592
 Upper Shore Aging, Inc. - \$450
 VA Medical Center - \$2,000
 Virginia Tech Foundation, Inc. - \$1,000
 Washington College 1782 Society - \$4,000
 Waterfowl Festival, Inc. - \$700
 Wikimedia Foundation, Inc. - \$250
 Wye Church - \$13,224
 Wye River Upper School - \$20,200
 Wyoming Wilderness Association - \$500
 Youth Leadership Institute - \$250

\$826,388



\$579,312



\$390,583



\$86,852



\$33,483



\$241,721



\$439,921



scholarships
16.90%

**education/
youth
development**
31.80%

human services
22.30%

arts/culture
15%

environment
3.30%

animal welfare
1.30%

health/disability
9.30%

2014 GRANTS BY CATEGORY



MSCF Scholarship Committee

Clairdean Black
Elizabeth Brice
Dale Brown
Art Cecil
Ernie Chadderton
Susan Dillon
Charles Fitzgerald
Wayne Howard
John Lewis
John Masone
Suzanne Nuttle
Clay Railey
Alice Ryan
Jennifer Stuart
Meg van den Berg
Bruce Wellington

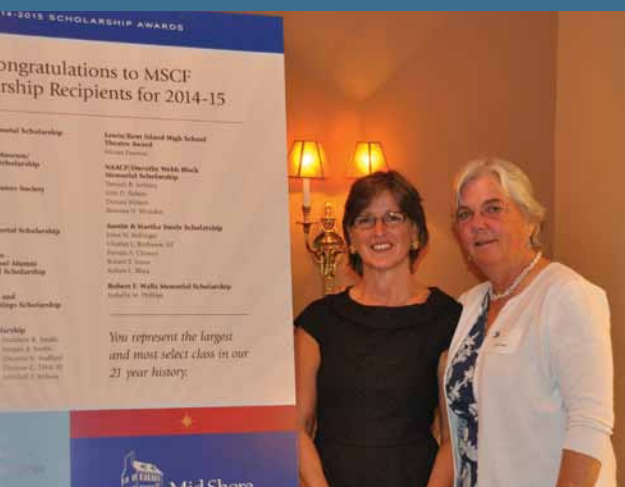
Building

MSCF Awards \$425,752 in Scholarships – Another

SECOND ANNUAL SCHOLARSHIP BREAKFAST

2014 Roberta Holt Scholars

Front Row, L-R, Mitchell Wilson, Megan Smith, Michelle Benton, Madison Parks, Devon Bordonardo, Sabrina Murat, Charles Brohawn; Back Row, L-R, Matthew Smith, Dreama Stafford, Maxwell Grable, Thomas Tyler, Haines Holt (brother of Roberta Holt)



Top: Robbin Hill, MSCF Chief Program Officer and Alice Ryan, Scholarship Committee Chair; Bottom: Nancy Holt, Haines Holt, Alice Ryan

2014 MSCF Scholarship Recipients

American Legion, Blake-Blackston Post #77 Scholarship

Jalen Boston
Jhyana M. Brummell
Kabrea Hayman
Timothy J. Jacobs

B.A.A.M. College Assistance Scholarship

Stanley Lake
Tyjrae Banks

NAACP/Dorothy Webb Black Memorial Scholarship

Tenijah R. Jenkins
Erin D. Rahim
Denaja Wilson
Brianna N. Wooden

Nicholas E. Bramble "Ironman" Scholarship

Catherine Achbach
Natasha Clarke
Quentin Faulkner
John Prettyman
Hope Pritchard
William J. Schnaitman, Jr.
Brian Shaw

William O. Bryan Memorial Scholarship

Abigail L. Heinsohn

Marci Bee Dayton Memorial Scholarship

Ellie Louise Marshall

Dorchester Heritage Museum/Dale Price Memorial Scholarship

Gregory C. Tyler

Frederick Douglass Honor Society Scholarship

Emily B. Harrison
Erin D. Rahim

Margaret Ferree Memorial Scholarship

Hannah J. Hughes

Dr. Elizabeth P. Hagen - Centreville High School Alumni Association Memorial Scholarship

John W. Bollinger

Dr. Jay Harper Memorial Scholarship

Doris Hastings



Gregory C. Tyler

All-Time High for MSCF

2014 Austin and Martha Steele Scholars

L-R, Robert Rhea, Robert Jones, John Bollinger, Charles Brohawn



Pooled Scholarship Application Announcement

For a list of scholarships available at MSCF and instructions for the online application go to www.mscf.org or call Robbin Hill, Chief Program Officer, at 410-820-8175, x 103.

Dual Enrollment Grant Program Expands in 2014

STUDENTS FROM DORCHESTER AND CAROLINE COUNTY HIGH SCHOOLS BENEFIT FROM PROGRAM

George B. Todd Fund provides \$20,000 grant for Dorchester County high school students enrolled at Chesapeake College. Over 22 students from Cambridge South Dorchester High School and North Dorchester High School enrolled in one or more classes offered by Chesapeake College in 2014.

Destinae Short, a Cambridge-South Dorchester junior, earned 10 Chesapeake College credits. She plans to continue at Chesapeake College and earn an associate degree after she graduates from CSDHS in 2015. She then plans to transfer to High Point University and eventually get a degree in veterinary medicine. "It's a little stressful, but it pays off. Without the grant, I probably would not have been able to afford dual enrollment."



Destinae Short

Roberta B. Holt Fund expends \$45,800 on dual enrollment grants to North Caroline High School and Colonel Richardson High Students enrolled at Chesapeake College.

Hannah Porter earned 12 Chesapeake College credits as a junior at North Caroline High School and is enrolled for an additional 6 credits in the fall semester, 2014. "I think dual enrollment was a good choice for me. I want to try to build up some college credits so I don't have to go to college as long." Hannah's goal is to earn a degree in veterinary science.



Hannah Porter

"Dual Enrollment provides students with both rigorous academic experiences and valuable opportunities to pursue college and career goals in a timely fashion"

— Dr. Henry Wagner,
Superintendent of Schools in Dorchester County

Grover Bert Hastings and Bernice Wooters Hastings Scholarship

Zachary W. Gill

Carter and Marion Hickman Memorial Scholarship

Jason Lewis

Roberta B. Holt Scholarship

Michelle B. Benton
Devon A. Bordonaro
Charles L. Brohawn, III
Maxwell A. Grable
Sabrina Murat
Madison A. Parks
W. Garrett Shull
Matthew R. Smith
Megan A. Smith
Dreama N. Stafford
Thomas C. Tyler, III
Mitchell F. Wilson

Timothy Kern Memorial Scholarship

Michael Foreman

Dick Kleen Award

Cassidy Stewart

Lewin/Kent Island High School Theatre Award

Monet Pearson

Medical Auxiliary Scholarship

Katherine Larmore
Jennifer Martin

Andrew M. Radcliffe Scholarship

Hajra Alvi
Khadija Alvi

Saint James School Scholarship to benefit Eastern Shore Students

Carissa Marie Falanga

Dr. Harold & Marjorie Shirk Scholarship

Juwon Ancrum
Camille Blake
Skye Craig
Zuzu Forrest
Shannon Gavin
Alexandra Halterman
Karen Harrison
Michael Karousos
Marie Lemon
Nycole McClay
Matthew Nation
Georgia Oyler
Rose Rowe
Jacqueline Underwood
Nathan Voshell

Pauline and Shirley T. Smith Scholarship

Allyson Adams
Manar Dajani
Aine Dowdall
Bradley Garton
Mieassa Greene-Thomas
John Handley
Sarah Jessee
Casey Joseph
Taylor Layton
L. Scotti LeCates
Cynthia Link
Genine Meekins
Cassidy Mister
Tina Morris
Jamel Pinder
Jennifer Pulliam
Khadijah Sampson
Bethany Shaw

Victoria Shull
Renah Sowers
Amanda Ward

Austin & Martha Steele Scholarship

John W. Bollinger
Charles L. Brohawn, III
Peyton A. Chance
Robert T. Jones
Robert L. Rhea

Robert F. Walls Memorial Scholarship

Isabella M. Phillips

Washington College Arts Scholarship

Kevin Michaels

Sarah H. Willis Scholarship

Gabrielle Leach

MSCF Annual Report to the
Community sponsored by
PNC Bank.



MSCF meets 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.

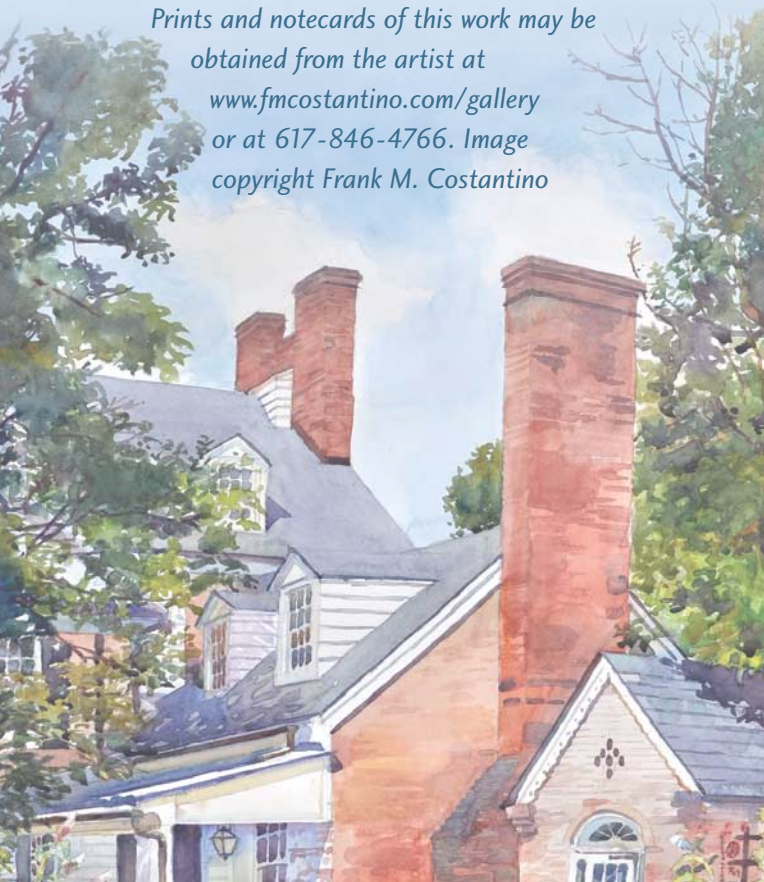


New Website Now Available

After extensive work to upgrade the information, services, and graphics on our website, the new site is now available to better serve the MSCF community. Please visit our website at www.mscf.org to see all the new features and to have easy access to our online services for donors, scholarship applicants, fund representatives, professional advisors and our nonprofit community.

The cover watercolor view of the Bullitt House was painted by Boston area artist Frank Costantino during Plein Air Easton. The original painting is available.

Prints and notecards of this work may be obtained from the artist at www.fmcostantino.com/gallery or at 617-846-4766. Image copyright Frank M. Costantino



Mid-Shore
Community Foundation

The Bullitt House · 102 E. Dover Street
Easton, Maryland 21601
Phone 410.820.8175 · Fax 410.820.8729
www.mscf.org

MSCF BY THE NUMBERS

Financial Performance In 2014

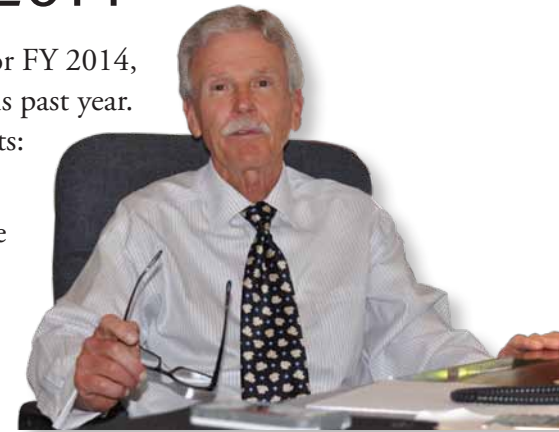
As you will note in the Statement of Financial Position for FY 2014, MSCF's financial performance has been extraordinary this past year. Three particularly significant achievements were highlights:

The first is the significant growth in assets, with our total assets now exceeding \$52 million! Two major factors were responsible for this significant milestone – investments increased by 20.1% (\$8,127,132), with more than \$6.6 million in investment returns, and we received a significant property gift of \$420,000.

Equally important, grants, scholarships, and related charitable expenses continued to grow at the Foundation. We hit a record \$2,633,863 in our charitable contributions to this community, an 18% increase over FY 2013.

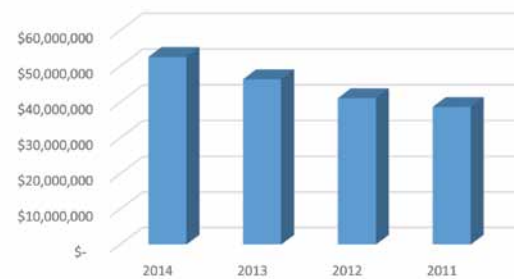
Lastly, we reached another milestone, and that was in the efficiency of our operations. The Foundation board and staff are committed to an absolute minimum of operating expenses relative to our assets. This year that ratio was at an all-time low at 1.1%!

Our success this past year reflects the extraordinary efforts of our staff, and an exceptional board and volunteer base. It has been a great year.

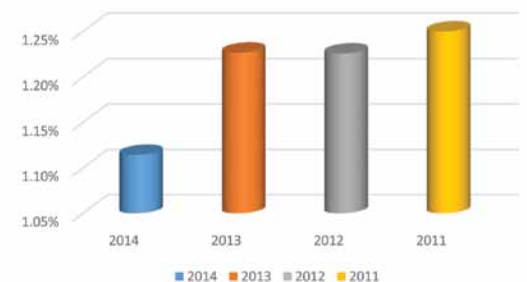


W. W. "Buck" Duncan, *President*

MSCF Assets



Operating Expenses as % of Total Assets



Statement of Financial Position

	2013 Audited	2014 Unaudited
Assets		
Cash	\$1,176,108	\$314,075
Receivable from Estates in Settlement	2,852,206	1,405,221
Grants Receivable	-	-
Investments	40,354,601	48,481,733
Property and Equipment, net of depreciation	1,424,001	1,804,656
Other Assets	565,632	619,041
Total Assets	\$46,372,548	\$52,624,726
Liabilities and Net Assets		
Accounts Payable	\$93,220	\$89,300
Grants Payable	725,398	1,098,350
Charitable Gift Annuity Obligations	993,319	895,861
Agency Payables	1,978,124	2,259,354
Net Assets	42,582,487	48,281,862
Total Liabilities and Net Assets	\$46,372,548	\$52,624,726

Statement of Activities

	2013 Audited	2014 Unaudited
Support and Revenue		
Donor Contributions	\$4,074,872	\$2,312,123
Investment Results	3,904,827	6,644,242
Change in Value - split interest agreements	(125,912)	(23,339)
Rental Income	25,300	25,925
Total Support and Revenue	\$7,879,087	\$8,958,951
Grants and Expenses		
Grants and Charitable Expenses	\$2,223,919	\$2,633,863
Operating Expenses	607,246	625,713
Total Grants and Expenses	\$2,831,165	\$3,259,576

Treasure the Shore