

THE STEWART HUSTON CHARITABLE TRUST

2012



ANNUAL REPORT

THE STEWART HUSTON CHARITABLE TRUST

Committed to Trinitarian Evangelical needs and charitable works
in the Coatesville, Pa. and Savannah, Ga. areas

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MISSION

The purpose of the Trust is to provide funds, technical assistance and collaboration on behalf of non-profit organizations engaged exclusively in religious, charitable or educational work; to extend opportunities to deserving needy persons and, in general, to promote any of the above causes.

The Trustees promote the opportunity for philanthropic impact with the Trust's giving — while not totally excluding other locations — in two geographic areas which had strong relevance to Stewart Huston's life: Chester County, Pennsylvania, and Savannah, Georgia.

Stewart Huston Charitable Trust supports evangelical activities in Savannah, GA and Coatesville, PA areas, and secular charitable activities around Coatesville.



HISTORY OF THE HUSTON FAMILIES*

General Sam Houston gave the following description of the origin of the Coat of Arms to Miss Mary Houston, sister of the former Governor George S. Houston of Alabama:

“At an early period in the history of the Hustons, Sir John Houston, with a body of soldiers, reinforced a broken column, and for his great courage and unexampled energy was knighted on the field of battle. The greyhounds indicate the fleetness of his command in coming to the rescue; the last sand in the hourglass represents the perilous extremity of the army; and the motto (in time) its victory.”

The early history of the Huston family can be traced back to the thirteenth century and probably to a soldier of fortune whose arms had largely aided the then King of Scotland, and who was rewarded with what now constitutes the Huston estate near Johnstone, Scotland. From Crawford’s History of Rensfrewshire, ‘This donation is in the reign of Malcomb the IV as also in the same reign the lands of Kilpeter in Strathgrief are given by Baldwin de Bigress to Hugh de Padvinaw from which Hugh these lands were called Hugh’s town of whom is lineally descended, Sir John Houston, six generations later in the mid 1400s.’

The Hustons took a decided stand in favor of the Reformation; adopted early tenets of Calvin; sustained the religious views of John Knox; and were persecuted for their rigid adherence to the Bible and the Bible alone as the rule of their faith and practice, and to Presbytery as the scriptural form of church government. At this time in the early seventeenth century, a considerable emigration of the Scotch Hustons was made to the north of Ireland, one Robert Huston having been given three townships of land in Londonderry County. These Irish Hustons seem to have dropped the letter ‘o’ on their name and spelled it Huston. In Scotland, the name is pronounced ‘Hooston’. The early emigration of the Hustons to this country were of Scotch-Irish descent.

* From *History of the Huston Families and Their Descendants, 1450-1912 with a Genealogical Record* by E. Rankin Huston, © 1912



LUKENS STEEL — A BRIEF HISTORY

Early Iron Industry

Colonial Americans, in their drive inland from the east coast, continually struggled to turn virgin land into farms and settlements. The need for iron and the furnaces developed as the need for hardware grew to clear and work the fields. Most of the early iron works in the Americas were partnerships of English or European men and capital. Yet in 1700s' Pennsylvania a different type of iron industry was beginning. The first successful furnace named Rutter's Forge was erected by Thomas Rutter west of Germantown on the old Indian trail then and now called Ridge Road. Others quickly followed Coventry, Reading, and Warwick, to name a few. Yet in 1750 a bill was introduced in English Parliament preventing the construction of slitting or rolling mills in the colonies. The American Revolution threw off British rule and established a government which soon began protecting its most important infant iron industry through tariffs and taxes on import and export activity. By the late 1780s the iron industry seemed to be a way in which to make a dependable living. By 1793 the first of a long and deep line of iron masters and later steel executives, Isaac Pennock was owner and operator of the Federal Slitting Mill located on the Buck Run. This operation was probably named as such to symbolize the confidence and pride that existed toward the new government at that time.

Early Pennocks

Isaac Pennock was the grandson of a prominent Quaker farmer Joseph Pennock, who arrived in Philadelphia in 1701 to oversee his many land titles in the Philadelphia region. In addition to land in Philadelphia, near Market Street, Joseph owned land on the south bank of the Schuylkill River near Merion Meeting House, as well as land in West Fallowfield Township Chester County. Joseph inherited this land from his father Christopher Pennock. Since he was a devout Quaker Joseph attended meeting in Philadelphia, and Springfield

on a regular basis, before moving out to the frontier of early Pennsylvania before 1710. There in his later years Joseph built Primitive Hall in 1738 and soon thereafter petitioned the New Garden Meeting to establish the London Grove in a grove of trees in the northeastern section of the London tract.



Isaac Pennock

Isaac grew up in the Quaker community around Primitive Hall and the London Grove Meeting House. He was soon eager to try new pursuits especially in iron and steel. The turmoil that encompassed the Revolutionary War, soon began to ease with the developments of the Constitution protecting trade and the presidency of George Washington enforcing this document in its infancy. The county was now free to expand its frontiers. All frontiersmen needed tools and nails to tend to their fields and build their plank houses. Housing back then was accomplished with the local saw mill producing wooden planks that were nailed together with rod nails furnished by the slitting mills. This is where Isaac wanted to make his mark, by producing iron and nails for use in developing settlements. Therefore against his parents' wishes he operated the Federal Slitting Mill on the Buck Run tributary to the Brandywine River in 1793. This works produced iron rods for cutting into nails, strips for wagon rims and barrel hoops as well as blacksmith iron. At a later point in time it was renamed the Rokeby Slitting Mill. Isaac, throughout his life must have seen a constant flow of wagon traffic from Philadelphia and Wilmington come through Chester County on the way to settling the frontier.



Brandywine Iron and Nail

This mill did very well for Isaac for he was able to purchase in 1810, with his co-investor Kersey, the Coates farm along the West Brandywine at a point that straddled the new east/west Turnpike Road from Philadelphia to Lancaster, laid out in 1794. He converted the saw mill on the property into the Brandywine Iron and Nail Co. Shortly thereafter his daughter Rebecca Webb Pennock traveled to Philadelphia and met Charles Lukens. They were married on March 23, 1813 at the Friends of Fallowfield Meeting House, just south of Coatesville. Isaac bought out Kersey's share of the business in 1816 and began leasing it to his son-in-law, Charles, for \$420 a year. The couple began looking at updating the site and by December 1818 the United State's first boiler plate steel was rolled along with split rods and cut nails.



Rebecca Lukens — Challenges and Growth

In November of 1822, Rebecca gave birth to a daughter, Isabella Pennock Lukens. Two years later in 1824 Isaac passed away leaving the ownership of the Brandywine Iron and Nail still in doubt. Rebecca's mother laid claim to the site. The next year, 1825 Dr. Charles Lukens died at the age of 39. While the settlement of ownership of the mill was being settled with Rebecca agreeing to pay loans and rents to buy out her mother's interest, operations continued. In November of 1825, a very important ship named the Codorus was being launched, the first with an iron hull constructed with plates from the Brandywine Iron and Nail. The building of the Philadelphia and Columbia Railroad in the 1830s near the Lancaster Pike brought new markets to the iron and steel business. The transportation revolution had begun, brought about by the opening of the United States to the Mississippi and beyond. The company was turning out boiler plates for riverboat companies in New Orleans and for Baldwin locomotives on the Pennsylvania Railroad. Rebecca turned to updating her mill. By 1834 "the mill had been entirely remodeled, and rebuilt from the very foundation. Dam entirely newly built, Wheels put in, castings, furnaces, mill head, mill house much larger, all were built anew; not a vestige of the old remained ... I have thoroughly repaired the mansion house, built good and substantial tenant houses for my workmen, and put much time and fencing on the farm and have been at the whole expense of defending the property from an attempt made to destroy the water right... I had a very superior mill, though a plain one, and our character for making boiler plate stood first in the market, hence we had as much business as we could do."



Growth and Succession

During 1834 Rebecca also opened a store, warehouse and freight agency at the Coatesville depot providing access to Philadelphia and Pittsburgh. The panic of 1837 brought very hard times on the local businesses. But she had battled through much to get where she was and had to battle more in the future such as transportation tariffs. Yet she was getting older and her daughters began to marry. Martha Lukens married first, Abram Gibbons Jr. in October 1841 at the Fallowfield Friends Meeting House. He joined the firm in 1842 and was made a full partner in 1844. In 1847 Isabella married Dr. Charles Huston who like Dr. Charles Lukens was a physician from Philadelphia. Dr. Charles Huston's father Robert Huston Mendenhall, M.D. was a distinguished physician and a trustee of Jefferson Medical College until 1840. These two sons-in-law slowly took over all operations and the firm's name was Gibbons & Huston by 1849. Shortly thereafter, in 1850, Abraham Gibbons left the business solely to Huston. At the age of 60 Rebecca passed away on December 10, 1854 and was laid to rest in the Orthodox Fallowfield Friends Meeting House about a half-mile from her husband.



Charles Huston, M.D.

The Mill was renamed the Lukens Rolling Mill to honor the matriarch of the company. The foundations were laid for success through her determination. Yet others such as Dr. Charles Huston now had to carry on. Using his medical background, he became interested in the chemical composition of steel. By analyzing these characteristics ironmasters were able to control more closely the quality of their products. Modernization became necessary for survival. In 1870 the mill was again refitted with new rolls, and the significant shift to steam driven power moving away from water-wheel driven energy. The old mill was also converted into a puddling mill to handle the reheating of pig iron to refine and purify the iron. By 1881 Huston's two sons, Abram Francis Huston and Charles Lukens Huston, began to show an interest in the business and the firm became Huston & Sons.



Lukens Steel Company

By 1890, traditional company organization had to be reformed to reflect the changing way in which business was done. On February 5, 1890, the last of the family partnerships were dissolved as the Lukens Iron and Steel Company was incorporated as a stock company in the Commonwealth of Pennsylvania. Dr. Charles Huston was the first president of the Company and the first meeting was in his home. In 1890 the company also reorganized and added a three-high reversing mill to attract more of the competitive market and attract investors. This allowed a hot plate to pass both ways through a roller without having to be handled. The company then built in 1892, two 30-ton open hearth furnaces along South First Avenue. The first tap was on February 25, 1892. Dr. Charles Huston passed away in 1897 succeeded by his son A. F. Huston as president of Lukens.



Modern Industry

As the 1900s opened the success of the company was evident. A.F. Huston had recently finished building Graystone mansion, built in 1889. To go along with the growth of the family the growth of the company also had to be managed. In 1902 the Main Office Building was constructed to accommodate the ever expanding staff. The building was designed by Cope and Stewardson in Georgian style to reflect grace, restraint and dignity. The expanding staff had by 1916 created a need for the back wing addition. The early 1900s brought the formation of the giant steel makers by consolidating many works under the name of Carnegie Steel Company

and the Bethlehem Steel Company. The 1900s also brought the height of the boiler plate demand with the height of the railroad industry and in 1917 Lukens Steel was established on the New York Stock Exchange. The race continued though to build the largest plates: the 140, 160, 204 and in 1919 the 206 mill. World War II saw the company's level of employment top 6,000 over its many locations. The plant was enlarged by the Department of the Navy construction facilities to handle the large amounts of materials needed to supply the navy plate steel for its vast armada of combat and auxiliary ships. The Company purchased these facilities from the government at the end of the war. The 1950s and 1960s saw continued expansion as the world came to the post modern era, with nuclear submarines, such as the Pennsylvania, and oil tankers, such as the Manhattan, along with skyscrapers, namely the World Trade Center. The electrical era also brought an end to the open hearth furnaces as one 100-ton electric-arc furnace was installed in 1958. A second 100-ton furnace was installed in 1960, with a 150-ton following in 1962. As the 1960s came to a close Charles Lukens Huston Jr. became chief executive officer and chairman of the board. Stewart Huston, Charles Lukens Huston Jr.'s older brother, passed away in 1971 after 48 years of working in Lukens as senior vice president and director. The Company's independent status came to an end with the close of the 1990s; after 187 years of continuous operation Lukens Steel Company was sold to Bethlehem Steel Company and formally delisted from the New York Stock Exchange on April 1, 1998.





STEWART HUSTON

The Stewart Huston Charitable Trust was created in 1989 under the Will of Stewart Huston (1898- 1971). James Stewart Huston was born in Coatesville, Pennsylvania to Charles Lukens Huston, of Coatesville, and Annie McGregor Stewart Huston, of Savannah, Georgia. Stewart as he preferred to be called, attended Coatesville public schools, Cedarcroft School in Kennett Square, Nazareth Hill Military School in Nazareth, Haverford School and Haverford College.

He was raised in the Presbyterian Church, but his Quaker roots were very influential as he had a great sense of the Quaker traditions of truth, honesty, human equality and seeing the light of God in everyone. These beliefs led him to assist others in need. He left Haverford College to enlist for World War I in the 69th Infantry Division Section 625, United States Army Ambulance Service, and with the French Army as a Private First Class. He was awarded the Croix de Guerre to mark his efforts.

After serving in World War I, in 1923 at the age of 25 Stewart Huston graduated from Lehigh University with a metallurgical engineer degree. Along with other family members, Stewart Huston started work on the floor in the family mill, the Lukens Steel Company in Coatesville. He advanced to plant metallurgist before becoming Secretary of the Board a position he held from 1928 until 1963.

His search for knowledge led him to genealogy and local history, particularly in iron and steel in Chester County. He went on to publish, in 1937, *Rambles ... by Dictation and Seven Scenic Drives to Historic Places in Chester County, Delaware, Lancaster and Montgomery Counties, Pennsylvania*, as well as *The Iron Industry of Chester County* and a chapter in *Southern Pennsylvania: A History of the Counties of Berks, Bucks, Chester, Delaware, Montgomery, Philadelphia and Schuylkill*, Vol. 1. Stewart also focused on his genealogical studies and tracking his Scottish, Quaker and southern family heritages.

Mr. Huston was president and a director of the Allegheny Ore & Iron Company of Oriskany, Virginia; chairman of the board and a director of Quartz Mosaic Inc. of Kennett Square; president, treasurer and a director of the Citizens Hotel Co. of Coatesville. Mr. Huston was instrumental in establishing a Coatesville Community Industrial Development Corporation in 1961 for the purpose of bringing new business into the Coatesville area. It was primarily his unflagging interest, leadership and financial support that held the organization together until, in 1969, the Central and Western Chester County Industrial Development Authority and Corporation were formed to continue and expand the industrial development operation.

Stewart Huston was an original member of the Chester County Airport Authority and was influential in the construction of the present G. O. Carlson Airport. Peter J. Short, Jr., vice chairman of the Airport Authority, stated, "He was a prime mover behind the whole beginning of the airport. And, like so many things he was involved in, he took a back seat and let so many others get the credit."

Not only was Stewart Huston active in Chester County business, he was active with numerous community groups. He was also a director of the Atkinson Hospital in Coatesville, the Coatesville and Chester County Chambers of Commerce, director-councilor of the Pennsylvania Chamber of Commerce, director of the Genealogical Society of Pennsylvania, member of the executive board of the Philadelphia Lyric Opera Company, member of the board of managers of Spring Garden College, the founding trustee of the Primitive Hall Foundation, a former trustee of Lincoln University, a director of the Delaware Valley Council, the Pennsylvania Sanitary Water Board, the Water Research Foundation of Wilmington, Delaware, the Water Resources Foundation of the Delaware Valley, and a past member of the board of overseers of Old Sturbridge Village in Sturbridge, Massachusetts.

Other memberships include the Coatesville Presbyterian Church, Coatesville Country Club, Hamilton Club of Lancaster, Union League and Racquet Clubs of Philadelphia, American Field Service, Chester County Planning Commission, Delta Phi Fraternity, American and British Iron and Steel Institutes, American Society for Testing Materials, American Institute for Mining, Metallurgical and Petroleum Engineers.

Mr. Huston was also a member of the Franklin Institute, the Georgia, Pennsylvania and Chester County Historical Societies, Philadelphia Museum of Art, Pennsylvania Academy of Fine Arts, Rotary International, Swedish Colonial Society and Preservation Society of Charleston, South Carolina. He was a member of the Clan Gregor Society of Edinburgh, Genealogy and Stewart Societies and National Trust of Scotland, American Italy Society, Lehigh University Club, Pottstown Historical Society, Stewart Society of America, American

Society of Metals, American Public Relations Society, Historic Savannah Foundation, National Association of Manufacturers, Government Expenditures Committee, Metropolitan Museum of Art, Chester County Art Association, and the Netherlands Society of Philadelphia.



During his lifetime, Stewart Huston preferred to give anonymously. However, this was hard for him due to his family's local prominence. To the Coatesville Area Chamber of Commerce, of which he was past president, he was "a man who deserves the affection of all Coatesville; who has never faltered for one moment in his love for Coatesville and Chester County."

Elliott R. Jones, president of the Coatesville Area Chamber of Commerce, said that "In a way, Stewart Huston was a loner but his influence was widespread and always he worked with unflagging zeal, many times at a risk to his health for total community improvement. The impact of his passing will be immediate and long-range in the areas of his major interests. It will be immediate because there will be one less strong and determined voice to promote vigorously day-by-day this area's growth and improvement. It will be long-range because his physical and financial support was enduring in generous portion."

James Stewart Huston was many things to many people. To some he was an executive of his family's Lukens Steel Company. To others he was a serious student of history and a man concerned with the preservation of his nation's heritage. No public claims of infallibility, Stewart Huston was just a man – in part removed from his fellow citizens by his position – who never lost sight of that crucial fact.

Stewart Huston was a well-rounded man, he was human and displayed an openness and humility with everyone he came in contact with. In associating with his many friends, he preferred not to be judged by his position but to be accepted on his worth as a man and a friend.



He also had strong attachments to Savannah, Georgia, the birthplace of his mother, Annie McGregor Stewart Huston, and home of his wife, Harriet Lawrence Huston, who was an artist and a poet. She was very active in community activities in both Coatesville and Savannah, Georgia. She was also a founding member of what is now the Poetry Society of Georgia. Between the time of his birth and his passing, James Stewart Huston experienced life to the fullest. Upon his passing, Harriet is remembered to have remarked “good to the end”.

Stewart and Harriet remain together in Bonaventure Cemetery, Savannah.

Subsequently, upon the direction of his Last Will and Testament, a trust was created for his wife to use until her passing, and thereafter for charitable purposes. The Stewart Huston Charitable Trust began its activities when Mrs. Harriet Huston passed away in 1989. Active management of the Trust began in 1991 in Conshohocken, Pennsylvania. Funding under his direction has allotted money specifically for Trinitarian Evangelical activities as well as for secular activities and is primarily provided to programs in Chester County, Pennsylvania, and Savannah, Georgia. When granting to Chester County organizations, an emphasis is placed on those programs directly in or serving the city of Coatesville.

TRUSTEE'S REPORT

The Stewart Huston Charitable Trust continues to foster a culture of conservative investing not only in the money markets but also in the organizations we support. The Stewart Huston Charitable Trust is committed to our communities and assisting organizations who serve our neighbors.

In 2012 over \$632,000 was distributed in 52 different grants. These grants were all to charitable organizations qualifying under the Section 509 of the Internal Revenue Service Code 501(c)(3), including but not limited to, health, civic, historic preservation, community renewal as well as Protestant Trinitarian/Evangelical religious groups.

Highlighting of grantmaking for Savannah groups including of the Montgomery Presbyterian Church for support of the Victor B. Jenkins Boys Club and the Calvary Day School. Projects, such as the Episcopal Academy for the Lower School Chapel Program; as well as the continued support for the Lukens National Historic District in Coatesville, Pennsylvania, highlight investments in strong organizations.

The Trust continues to employ an investment asset management organization who provides a diversified portfolio team of managers dedicated to specific asset classes. The chief investment officer in charge of the Trust's account provides the Trustees with an overall asset allocation performance review quarterly.

Our manager is also helping us review some of the investment issues that have become more main-stream in recent years like indexing, alternative investments and hedge funds, upside capture, etc. Many of the practices we are currently following were highlighted by our peers in publications such as the 2005 NACUBO Endowment Study.

The headquarters' office of the Trust, and Board of Directors meetings, are located in Coatesville, Pennsylvania.

The Trustees continue the legal services of Morgan, Lewis & Bockius, LLP, and the accounting services provided by Rainer and Company, Inc.

The Huston Properties, Inc., a wholly owned subsidiary managing the Trust headquarters building, continues to work closely with the residents and elected officials of the greater Coatesville community.

Charles L. Huston, III, Trustee

Samuel A. Cann, Esq., Trustee

Alex L. Cann, Sr., Trustee

Scott G. Huston, Executive Director

FINANCIAL STATEMENTS

Consolidated Balance Sheets

For the years as of December 31	2012	2011
ASSETS		
Cash and Cash Equivalents		
Money Market Funds	\$ 1,012,424	1,874,383
Bank	234,768	27,360
Total Cash and Cash Equivalents	\$ 1,247,192	1,901,743
Marketable Securities	19,818,716	17,625,144
Investment in Subsidiary	2,199,844	2,162,904
Other Receivables	—	—
Property and Equipment		
(net of accumulated depreciation)	32,659	17,347
Collections	84,889	84,889
Total Assets	\$ 23,383,300	21,792,027
LIABILITIES & NET WORTH		
Payroll Taxes Payable	\$ —	—
Unrestricted Net Assets	23,383,300	21,792,027
Total Liabilities & Net Worth	\$ 23,383,300	21,792,027

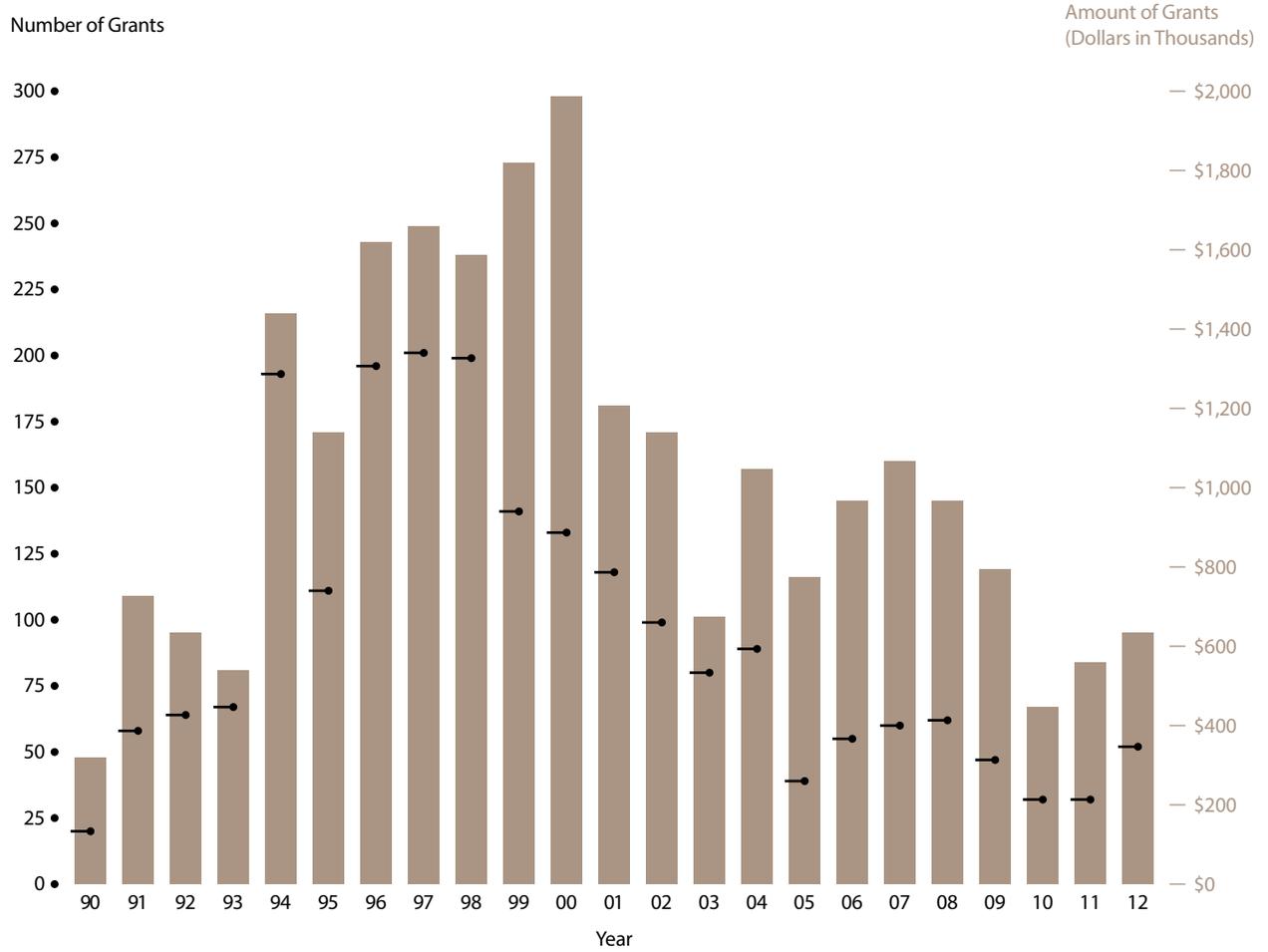
Revenue, Expense & Other Charges Statement

For the years as of December 31	2012	2011
Change in Net Assets		
Revenue Net Expenses Carryforward	\$ 31,906	(45,490)
Distributions*	(634,500)	(563,667)
Total Change in Net Assets	\$ (602,594)	(609,157)
Realized Gain (Loss) on Sale of Securities	1,572,197	462,647
Net Change in Market Value	610,155	(850,950)
Unrestricted Net Assets Start of Year	21,803,542	22,789,487
Unrestricted Net Assets End of Year	\$ 23,383,300	21,792,027

* 2011 distributions include \$562,667 in grants and \$1,000 in matching grants. 2012 distributions include \$632,000 in grants and \$2,500 in matching grants.

GRANT DISTRIBUTION ANALYSIS

Distribution Amounts 1990 - 2012

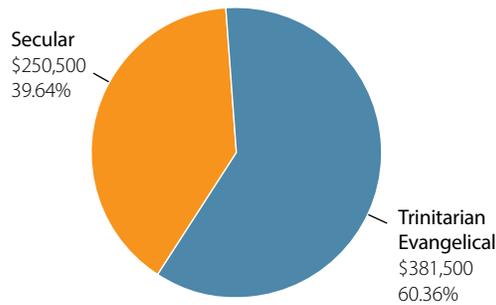


GRANTS BY FUND

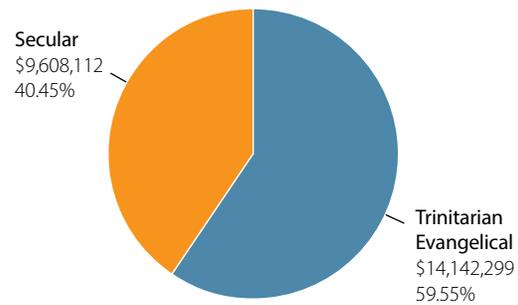
Grant Distributions By Fund — 2012

	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Trinitarian Evangelical	26	50.00	\$ 381,500	60.36
Secular	26	50.00	250,500	39.64
Total	52	100.00	\$ 632,000	100.00

Grant Distributions
By Fund — 2012



Grant Distributions
By Fund — 1990 to 2012



Grant Distributions By Fund — 1990 to 2012

	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Trinitarian Evangelical	1,115	51.93	\$ 14,142,299	59.55
Secular	1,032	48.07	9,608,112	40.45
Total	2,147	100.00	\$ 23,750,410	100.00

Grant Analysis By Fund — 2012

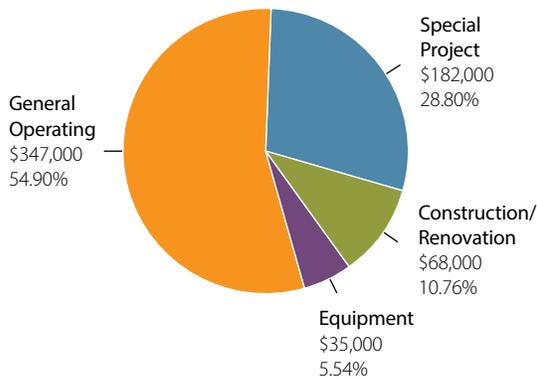
	Average Grant	Largest Grants	Smallest Grants
Trinitarian Evangelical	\$ 14,673	50,000 35,000	5,000 5,000
Secular	\$ 9,635	100,000 10,000	2,500 3,000
Trust	\$ 12,154		

GRANTS BY SUPPORT TYPE

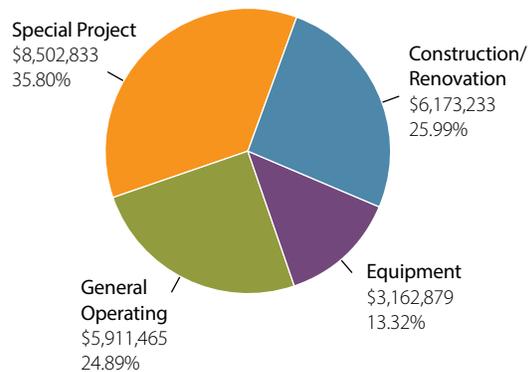
Grant Distributions By Support Type — 2012

	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Capital				
Construction/Renovation	2	3.84	\$ 68,000	10.76
Equipment	3	5.77	35,000	5.54
General Operating	22	42.31	347,000	54.90
Special Project	25	48.08	182,000	28.80
Total	52	100.00	\$ 632,000	100.00

Grant Distributions
By Support Type— 2012



Grant Distributions
By Support Type — 1990 to 2012



Grant Distributions By Support Type — 1990 to 2012

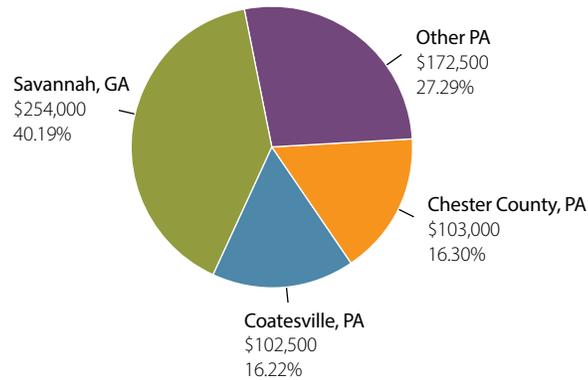
	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Capital				
Construction/Renovation	387	18.02	\$ 6,173,233	25.99
Equipment	226	10.53	3,162,879	13.32
General Operating	611	28.46	5,911,465	24.89
Special Project	923	42.99	8,502,833	35.80
Total	2,147	100.00	\$ 23,750,410	100.00

GRANTS BY GEOGRAPHIC AREA

Grant Distributions By Geographic Area — 2012

	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Pennsylvania				
Coatesville	10	19.23	\$ 102,500	16.22
Chester County (except Coatesville)	17	32.69	103,000	16.30
Other Pennsylvania	9	17.31	172,500	27.29
Georgia				
Savannah	16	30.77	254,000	40.19
Other Georgia	—	—	—	—
Total	52	100.00	\$ 632,000	100.00

Grant Distributions
By Geographic Area — 2012



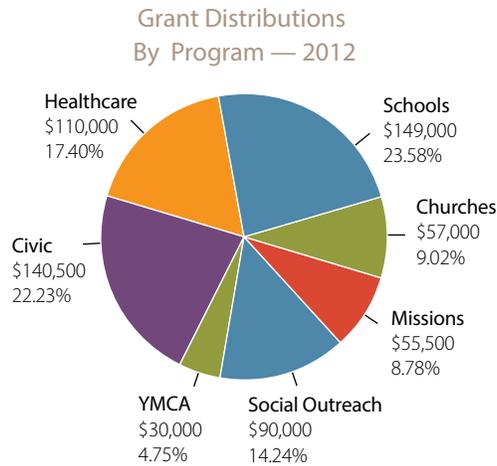
Grant Analysis By Geographic Area — 2012

	Average Grant	Largest Grant	Smallest Grant
Pennsylvania			
Coatesville	\$ 10,250	100,00	5,000
Chester County (except Coatesville)	6,059	25,000	3,000
Other Pennsylvania	19,167	10,000	2,500
Georgia			
Savannah	\$ 15,875	35,000	5,000
Other Georgia	—	—	—

GRANTS BY PROGRAM AREA

Grant Distributions By Program — 2012

	Number of Grants	Percentage of Grants	Dollars	Percentage of Dollars
Trinitarian Evangelical				
Churches	4	7.69	\$ 57,000	9.02
Missions	4	7.69	55,500	8.78
Schools	5	9.62	149,000	23.58
Social Outreach	11	21.15	90,000	14.24
YMCAs	2	3.85	30,000	4.75
Secular				
Civic	10	19.23	140,500	22.23
Healthcare	16	30.77	110,000	17.40
Total	52	100.00	\$ 632,000	100.00



2012 TRINITARIAN EVANGELICAL DISTRIBUTIONS

Churches

Asbury Memorial United Methodist Church	\$8,000
<i>Savannah, GA</i>	
<i>Support towards HVAC upgrades costing \$116,500</i>	
Christ Church Episcopal.....	\$10,000
<i>Savannah, GA</i>	
<i>As a Christ-centered community attracting many young families with children, this grant will help fund a full time youth and children's minister</i>	
Christ Church Episcopal.....	\$19,000
<i>Savannah, GA</i>	
<i>This fall will begin our first full school year with a complete range of offerings for Christian Education for children and youth</i>	
Montgomery Presbyterian Church (USA).....	\$20,000
<i>Savannah, GA</i>	
<i>Upgrade and maintain Jenkins Boys Club facility</i>	
Total Churches (4 grants).....	\$ 57,000

Missions

Chester County Women's Services	\$5,000
<i>Coatesville, PA</i>	
<i>Equipping families to experience healing and growth through healthy and safe parenting skills, discipline training and Bible study</i>	
Montgomery Presbyterian Church (USA).....	\$33,000
<i>Savannah, GA</i>	
<i>Replace computer in main office and upgrades to buildings and grounds</i>	
Operation Thanksgiving & Christmas.....	\$7,500
<i>Coatesville, PA</i>	
<i>Providing complete holiday meals (turkey and side dishes) to families and seniors in the Coatesville area</i>	

Project Smile, Inc	\$10,000
<i>Savannah, GA</i>	
<i>Replacement of equipment and cabinets, clinic security, bus transport, disposable treatment supplies, and financial assistance for dental hygiene students</i>	
Total Missions (4 grants)	\$ 55,500

Schools

Bethesda Union Society of Savannah, Inc	\$5,000
<i>Savannah, GA</i>	
<i>Values-based care and education as identified by founder, Rev. George Whitefield: a love of God, a love of learning and a strong work ethic</i>	
Calvary Day School	\$35,000
<i>Savannah, GA</i>	
<i>Replacement of 115, 47 year-old windows</i>	
Calvary Day School	\$34,000
<i>Savannah, GA</i>	
<i>Two Google Chromebook labs and Apple iPads for pre-k and kindergarten students</i>	
Life Transforming Ministries	\$50,000
<i>Coatesville, PA</i>	
<i>General operations including the expansion of the partnership with Harcum College to offer higher education in Coatesville at the Graystone Mansion</i>	
The Episcopal Academy	\$25,000
<i>Newtown Square, PA</i>	
<i>Challenging and nurturing mind, body, and spirit, we inspire boys and girls to lead lives of purpose, faith, and integrity</i>	
Total Schools (5 grants)	\$ 149,000

Social Outreach

Bridge of Hope Lancaster & Chester Counties \$10,000

Coatesville, PA

Prevent homelessness for women and children with the help of trained mentoring teams from local churches

Chester County Christian Chorale \$5,000

Atglen, PA

Help fund the professional orchestra and soloists for the 2012 Messiah Sing a long at Upper Octorara Presbyterian Church

Good Works, Inc..... \$5,000

Coatesville, PA

To extend the love of Jesus Christ to low-income homeowners by making their homes warmer, safer and drier

Habitat for Humanity of Chester County, Inc \$5,000

Coatesville, PA

Funds will be used for the construction of 39 homes in Coatesville

Isle of Hope United Methodist Church \$7,000

Savannah, GA

We Care Meals enables the family of our intensive care patients to have a nutritious meal and remain in close proximity to their loved one

The Living Vine, Inc \$8,000

Savannah, GA

Sponsorship of the residential care of two young women in crisis pregnancies

The Living Vine, Inc \$10,000

Savannah, GA

Sponsorship of our annual food budget to provide nutritional foods for expectant mothers: milk, fresh fruits and vegetables

The Parkesburg Point Youth Center \$10,000

Parkesburg, PA

Assist the local churches by providing a safe haven that offers the hope of the Gospel by addressing the spiritual, physical, emotional, and academic needs of the community

The Parkesburg Point Youth Center	\$5,000
<i>Parkesburg, PA</i>	
<i>Assist the local churches by providing a safe haven that offers the hope of the Gospel by addressing the spiritual, physical, emotional, and academic needs of the community</i>	
United Ministries of Savannah, Inc	\$15,000
<i>Savannah, GA</i>	
<i>To purchase food, serving supplies, cleaning supplies and paper goods to prepare meal for Savannah's homeless population</i>	
United Ministries of Savannah, Inc	\$10,000
<i>Savannah, GA</i>	
<i>Support for Emmaus House in providing healthy meals to the homeless and near-homeless</i>	
Total Social Outreach (11 grants).....	\$ 90,000

YMCAs

YMCA of Coastal Georgia, inc / Islands Branch	\$10,000
<i>Savannah, GA</i>	
<i>Providing financial assistance to children and families who could not afford to participate</i>	
YMCA of Coastal Georgia, inc / Islands Branch	\$20,000
<i>Savannah, GA</i>	
<i>Support of twenty, teen-nights during the school year for over 300 middle school students</i>	
Total YMCA (2 grants)	\$ 30,000
Total Evangelical Ministries (52 grants)	\$ 632,000

2012 SECULAR DISTRIBUTIONS

Civic

Chester County Futures, Inc. \$5,000

Exton, PA

Providing academic enrichment classes, mentoring, and other learning opportunities for low-income youth in the Coatesville area

Chester County Historical Society \$5,000

West Chester, PA

Provide the National History Program to the school age population in the Coatesville area, and access to the official history center of their county

Graystone Society, Inc. \$100,000

Coatesville, PA

Assisting the City of Coatesville with municipal improvement and economic development through historic preservation — and to recognize, conserve and promote cultural heritage

Liberty Museum..... \$5,000

Philadelphia, PA

Conflict Resolution Program for Coatesville schools — gives more than 500 at risk youth access to the Museum's curriculum tied bullying prevention and tolerance education program

Lincoln Institute of Public Opinion Research, Inc. \$5,000

Harrisburg, PA

Promotes the ideals of free market economics, individual liberty and limited government through the conduct of public opinion research and related educational and outreach projects

PA State Police Camp Cadet of Chester County, Inc. \$5,000

Avondale, PA

Camp Cadet of Chester County is a fun and unique, overnight summer camp for kids ages 11-13 who reside or attend school in Chester County

Philadelphia Society for the Preservation of Landmarks \$2,500

Philadelphia, PA

Refurbish a working kitchen and jumpstart the education program: Bread, Pies and Gingerbread at our historic house-museum in the heart of Germantown, Philadelphia

The Mill at Anselma Preservation and Educational Trust, Inc. .. \$5,000

Chester Springs, PA

Capacity planning grant to grow and connect revenue streams to our monthly demonstrations and activities

TMA of Chester County..... \$5,000

Malvern, PA

Helping low income individuals with no means of transportation in Southern Chester County to get to health and human service appointments

Wings For Success \$3,000

Frazer, PA

Clothing procurement to fill a gap in sizes— the majority of our donated clothing inventory is in sizes 4-10, however 83 percent of 2011 clients were size 12 or above

Total Civic (10 grants)..... \$ 140,500

Healthcare

Adoption Center of Delaware Valley..... \$5,000

Philadelphia, PA

The Adoption Center of Delaware Valley expands adoption opportunities for children living in foster care

Brandywine Health Foundation \$5,000

Coatesville, PA

Support for the Coatesville Youth Initiative’s 2012 Summer Service Corps program, which will serve 40, low-income Coatesville-area teens

ChesPenn Health Services, Inc. \$5,000

Chester, PA

Providing primary medical care to the sickest and neediest individuals in the area, many of whom are uninsured

Chester County Community Dental Center	\$10,000
<i>Coatesville, PA</i>	
<i>Providing vital clinical dental services and dental health education for 1,400 at-risk, under-insured children</i>	
Chester County Food Bank	\$10,000
<i>Downingtown, PA</i>	
<i>Support for hunger relief programs in the Coatesville/ Western Chester County area, benefiting low-income men, women and children who do not have sufficient food</i>	
Clarke Pennsylvania, Inc.	\$10,000
<i>Bryn Mawr, PA</i>	
<i>Providing children who are deaf and hard of hearing with the listening, learning, and spoken language skills they need to thrive in mainstream schools alongside their hearing peers</i>	
Domestic Violence Center of Chester County	\$5,000
<i>West Chester, PA</i>	
<i>Providing counseling and outreach to victims of domestic violence and their dependent children</i>	
Easter Seals of Southeastern Pennsylvania	\$5,000
<i>Philadelphia, PA</i>	
<i>Support for a specialized five-week summer camp program and a one-week teen overnight camp for more than 100 children and young adults with disabilities and/or developmental delay</i>	
Handi-Crafters, Inc.	\$10,000
<i>Thorndale, PA</i>	
<i>Provide 25 Coatesville residents, with a serious mental health diagnosis, intensive and comprehensive employment and support services</i>	
Holcomb Behavioral Health System	\$5,000
<i>Exton, PA</i>	
<i>The Life Skills program is an abuse prevention program for vulnerable adults and their children — working to address homelessness, hunger and abuse</i>	

Hope Springs Equestrian Therapy, Inc.	\$5,000
<i>Chester Springs, PA</i>	
<i>Serving individuals in need with cognitive, physical, emotional or behavioral challenges by providing affordable therapeutic riding and associated education in a warm, safe, supportive environment</i>	
Planned Lifetime Assistance Network of Pennsylvania	\$5,000
<i>Wayne, PA</i>	
<i>Support for the Representative Payee Program for adults with mental disabilities</i>	
Safe Harbor of Chester County Inc.	\$10,000
<i>West Chester, PA</i>	
<i>Providing shelter, food, counseling and recovery opportunities to 40 homeless, single men and women</i>	
The Arc of Chester County	\$5,000
<i>West Chester, PA</i>	
<i>Helping students with special needs succeed in school by offering their parents the support and guidance they need to assist their children</i>	
Triskeles Inc.	\$5,000
<i>Exton, PA</i>	
<i>Through hands-on activities, Food For Thought has taught hundreds of at-risk youth about healthy food, nutrition, sustainability, economics, job skills and social entrepreneurship</i>	
Trustees of the University of Pennsylvania	\$10,000
<i>Philadelphia, PA</i>	
<i>Diabetes Patient Nutrition Education Fund</i>	
Total Healthcare (16 grants)	\$ 110,000
Total Secular (52 grants)	\$ 632,000

GENERAL ORGANIZATIONAL REQUIREMENTS

The following requirements are mandatory for all organizations requesting funds from The Stewart Huston Charitable Trust:

- **Tax Status**
Applicants must have evidence of being granted 501© (3) tax exemption status by the Internal Revenue Service.
- **Demonstrated Need**
Requests for support must demonstrate that the program/organization is addressing a known community need, and not simply duplicating existing efforts.
- **Types of Support**
While the Trustees prefer to provide support for specific projects that address a particular community need or issue, support is considered for general operations, capital projects, equipment purchases, and last-resort funding on a selective case-by-case and meritorious basis.

Leveraged Resources

The Trust prefers not to be the major source of funding for an organization, but prefers to make grants to organizations which already have commitments from other funding sources. Special consideration is given to programs that encourage other commitments of human and financial resources. Of particular interest are programs that generate a high level of volunteer involvement from the community and/or attract a high level of funding from other sources.

GENERAL GRANT RESTRICTIONS

The following restrictions apply to all organizations requesting funds from The Stewart Huston Charitable Trust:

- All grant awards are subject to the vote of the full Trustee body.
- It is not the intention of the Trustees to establish a permanent grant relationship with grantees.
- During the period in which a present grantee is receiving tentative payments on a previously awarded grant, the Trustees will not entertain a new grant request until the multi-year commitment is completed.
- Additionally, for good and sufficient reasons, the Trustees reserve the right to cancel future grant payments on any multi-year commitments they have made.
- The Trustees will not award a new grant to an organization which has unfulfilled reporting requirements from a previous grant award.

With regard to types of grants, the Trustees do not make grant awards for:

- Financial support for individuals
- Endowment purposes
- Purchases of tickets for benefit purposes
- Coverage of continuing operating deficits

Concerning types of organizations, support is not provided to the following:

- Organizations not qualified for tax-exempt status under Section 501(c) (3) of the IRS code.
- Intermediate or pass-through organizations (other than United Way and Chester County Community Foundation) which in turn allocate funds to beneficiaries of their own selection.
- Groups such as fraternal organizations, political parties or candidates, veterans, labor or local civic groups, volunteer fire companies, and groups involved in influencing legislation.

TRINITARIAN EVANGELICAL DISTRIBUTION GUIDELINES

Sixty percent of the annual distributions from the Trust are to be made for the benefit of Trinitarian Evangelical activities. Fifty percent of the annual distributions will be made for the benefit of Trinitarian Evangelical organizations in the Savannah, Georgia, area while ten percent of the annual distributions will be made for the benefit of Trinitarian Evangelical organizations in the Coatesville Pennsylvania, and other areas.

The Chester County Court has decreed that the phrase “Trinitarian Evangelical activities”, as used in Mr. Huston’s will, includes activities carried on by Protestant churches (other than Unitarian churches) and affiliated or related organizations which follow the Christian Gospel, including dissemination of the Christian Gospel and exemplification of Christian principles through social welfare and other charitable endeavors.

The court further rules that dissemination of the Christian Gospel includes activities such as preaching and conducting services, offering religious instruction, and distributing religious literature. Exemplification of Christian principles includes activities such as providing food and shelter to the homeless, maintaining orphanages, operating hospices, and conducting drug and alcohol abuse prevention and rehabilitation programs.

The Trust has five categories for Trinitarian Evangelical grants:

- Churches
- Education
- Missions
- Social Outreach
- YMCA's

TRINITARIAN EVANGELICAL GRANT REQUEST PROCESS

Trinitarian Evangelical grants are awarded twice per calendar year. Trinitarian/Evangelical proposals are due in the Trust office **by March 1 or September 1**.

Organizations interested in submitting a grant request may view the distribution guidelines and submit a grant request at **www.stewarthuston.org**

Step 1. Create organizational profile

Step 2. Submit an electronic application

Note: Paper proposals or information are no longer accepted.

The office is open weekdays between 10 am and 4 pm EST. Call (610) 384-2666 to discuss questions or concerns.

SECULAR DISTRIBUTION GUIDELINES

Mr. Huston stipulated that forty percent of the annual distributions from the Trust are to be used for secular charitable activities within one hundred miles of Coatesville, Pennsylvania. Grants generally are made in the following program categories.

Health and Human Services

- Activities which promote community-based health care.
- Programs which provide emotional and physical support to children, youth, adults, and senior citizens, as well as those which strengthen families and assist individuals with special needs.
- Programs which increase employment opportunities and provide a means for developing self-reliance, responsibility and productivity among individuals in need.

Civic Affairs

- Projects that enhance the quality of life in local communities and revitalize them.
- Programs which provide educational opportunities for individuals, including those with special needs.
- Programs which promote human relations and understanding among diverse populations

- Activities addressing the special needs of youth at risk for delinquency, school drop-out, abuse, neglect, and pregnancy.
- Activities that enable a broad spectrum of citizens to have access to artistic and cultural experiences which may otherwise be denied them.
- Programs which help preserve/exhibit historic, artistic and cultural treasures.
- On a very limited basis, fundraising efforts such as festivals, concerts and other events.

SECULAR GRANT REQUEST PROCESS

Secular grants are awarded in the spring each year. Secular proposals are due in the Trust office **by March 1**.

Organizations interested in submitting a grant request may view the distribution guidelines and submit a grant request at **www.stewarthuston.org**

Step 1. Create organizational profile

Step 2. Submit an electronic application

Note: Paper proposals or information are no longer accepted.

The office is open weekdays between 10 am and 4 pm EST. Call (610) 384-2666 to discuss questions or concerns.

2012

THE STEWART HUSTON CHARITABLE TRUST

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