

**MINNEAPOLIS JEWISH FEDERATION  
AND SUBSIDIARIES**

CONSOLIDATED FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2019 AND 2018  
AND FOR THE YEAR ENDED  
DECEMBER 31, 2019 AND FOR THE PERIOD FROM  
SEPTEMBER 1, 2018 TO DECEMBER 31, 2018

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

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## Independent Auditors' Report

To the Board of Directors of  
Minneapolis Jewish Federation and Subsidiaries  
Minnetonka, Minnesota

### Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Minneapolis Jewish Federation and Subsidiaries (the Organization), which comprise the consolidated statements of financial position as of December 31, 2019 and 2018, and the related consolidated statements of activities, cash flows and functional expenses for the year ended December 31, 2019, and for the period from September 1, 2018 through December 31, 2018, and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Organization as of December 31, 2019 and 2018, and the changes in its net assets and its cash flows for the year ended December 31, 2019, and for the period from September 1, 2018 through December 31, 2018, in accordance with accounting principles generally accepted in the United States of America.

## Emphasis of Matter

As discussed in Note 1 to the consolidated financial statements, the Organization adopted *Accounting Standards Update (ASU) No. 2016-01, Recognition and Measurement of Financial Assets and Financial Liabilities*. Our opinion is not modified with respect to this matter.

## Other Matters

### *Report on Consolidating Information*

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, changes in net assets, and cash flows of the individual organizations, and it is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the consolidating information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

*Baker Tilly US, LLP*

Minneapolis, Minnesota  
August 5, 2020

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As of December 31, 2019 and 2018

	2019	2018
<b>ASSETS</b>		
Cash and Cash Equivalents	\$ 13,183,932	\$ 2,589,543
Restricted Cash and Cash Equivalents	-	9,612,505
Investments	147,507,626	124,730,290
Pledges Receivable, Net:		
Annual Campaign	1,941,489	1,639,036
Other	514,550	654,050
Loans Receivable, Net	243,248	938,489
Interest Receivable	422,147	33,811
Split-Interest Agreements		
Beneficial Interest in Perpetual Trust	9,375,000	9,375,000
Charitable Gift Annuities	3,094,081	2,798,140
Interest in Charitable Trusts Held by Others	4,130	3,734
Pooled Income Funds Held in Charitable Trusts by Others	83,159	74,983
Receivable from Termed Charitable Trust	304,885	320,119
Property and Equipment, Net of Accumulated Depreciation	13,874,957	10,427,471
Other Assets	1,444,023	1,203,514
<b>TOTAL ASSETS</b>	<b>\$ 191,993,227</b>	<b>\$ 164,400,685</b>
<b>LIABILITIES AND NET ASSETS</b>		
<b>LIABILITIES</b>		
Accounts Payable and Accrued Expenses	\$ 319,655	\$ 433,460
Line of Credit	-	491,717
Allocations and Contributions Payable		
Beneficiary Organizations	2,779,529	3,405,874
Jewish Federations of North America	3,619,256	2,405,598
Leases at Below-Market Rates	3,138,418	3,417,657
Distributions Held for Others	-	9,612,505
Agency Funds Payable	25,784,449	22,928,472
Other Liabilities	545,313	311,823
Deferred Income Under Pooled Income Agreements	57,530	52,872
Obligations Under Split-Interest Agreements	1,920,581	2,040,355
<b>TOTAL LIABILITIES</b>	<b>38,164,731</b>	<b>45,100,333</b>
<b>NET ASSETS</b>		
Without Donor Restrictions	136,695,946	102,787,673
With Donor Restrictions	17,132,550	16,512,679
<b>TOTAL NET ASSETS</b>	<b>153,828,496</b>	<b>119,300,352</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>\$ 191,993,227</b>	<b>\$ 164,400,685</b>

See accompanying notes to consolidated financial statements.

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF ACTIVITIES For the Year Ended December 31, 2019

	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Total
<b>SUPPORT AND REVENUE</b>			
Public Support			
Campaigns, Contributions, and Other	\$ 17,431,962	\$ 652,855	\$ 18,084,817
Program and Other Revenue			
Interest and Dividends, Net of Fees	2,974,549	56,722	3,031,271
Net Realized Gain on Investments	2,137,880	46,110	2,183,990
Net Unrealized Gain on Investments	12,674,859	784,915	13,459,774
Change in Value of Split-Interest Agreements	(70,340)	396	(69,944)
Rental Income	1,565,380	-	1,565,380
Miscellaneous	509,450	-	509,450
Other Operating Revenue	13,976,004	-	13,976,004
Total Program and Other Revenue	33,767,782	888,143	34,655,925
Net Assets Released from Restrictions	921,127	(921,127)	-
<b>Total Support and Revenue</b>	<b>52,120,871</b>	<b>619,871</b>	<b>52,740,742</b>
<b>EXPENSE</b>			
Program Services:			
Annual Campaign Allocations	6,022,462	-	6,022,462
Contribution for Leases at Below-Market Rates	95,751	-	95,751
Community Services	3,270,991	-	3,270,991
Other Grants and Contributions	6,355,086	-	6,355,086
Total Program Services	15,744,290	-	15,744,290
Supporting Services:			
Management and General:			
Administrative Expense	775,089	-	775,089
Building Administration	985,010	-	985,010
Interest Expense	46,412	-	46,412
Provision for Uncollectible Pledges and Loans	350,211	-	350,211
Fundraising	2,234,586	-	2,234,586
Total Supporting Services	4,391,308	-	4,391,308
<b>Total Expense</b>	<b>20,135,598</b>	<b>-</b>	<b>20,135,598</b>
<b>CHANGE IN NET ASSETS BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE</b>	31,985,273	619,871	32,605,144
Cumulative Effect of Change in Accounting Principle	1,923,000	-	1,923,000
<b>CHANGE IN NET ASSETS</b>	33,908,273	619,871	34,528,144
Net Assets - Beginning of Year	102,787,673	16,512,679	119,300,352
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 136,695,946</b>	<b>\$ 17,132,550</b>	<b>\$ 153,828,496</b>

See accompanying notes to consolidated financial statements.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF ACTIVITIES  
For the Period From September 1, 2018 to December 31, 2018

	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Total
<b>SUPPORT AND REVENUE</b>			
Public Support			
Campaigns, Contributions, and Other	\$ 3,432,843	\$ 65,476	\$ 3,498,319
Program and Other Revenue			
Interest and Dividends, Net of Fees	1,290,031	40,837	1,330,868
Net Realized Gain on Investments	2,664,494	60,428	2,724,922
Net Unrealized Loss on Investments	(12,602,758)	(651,798)	(13,254,556)
Change in Value of Split-Interest Agreements	54,035	(853)	53,182
Rental Income	767,102	-	767,102
Miscellaneous	389,379	-	389,379
Other Operating Revenue	6,612,739	-	6,612,739
Total Program and Other Revenue	(824,978)	(551,386)	(1,376,364)
Net Assets Released from Restrictions	483,666	(483,666)	-
<b>Total Support and Revenue</b>	<b>3,091,531</b>	<b>(969,576)</b>	<b>2,121,955</b>
<b>EXPENSE</b>			
Program Services:			
Annual Campaign Allocations	2,128,978	-	2,128,978
Contribution for Leases at Below-Market Rates	31,917	-	31,917
Community Services	1,306,975	-	1,306,975
Other Grants and Contributions	5,399,505	-	5,399,505
Total Program Services	8,867,375	-	8,867,375
Supporting Services:			
Management and General:			
Administrative Expense	316,875	-	316,875
Building Administration	101,980	-	101,980
Interest Expense	15,541	-	15,541
Provision for Uncollectible Pledges and Loans	53,005	-	53,005
Fundraising	749,451	-	749,451
Total Supporting Services	1,236,852	-	1,236,852
<b>Total Expense</b>	<b>10,104,227</b>	<b>-</b>	<b>10,104,227</b>
<b>CHANGE IN NET ASSETS</b>	<b>(7,012,696)</b>	<b>(969,576)</b>	<b>(7,982,272)</b>
Net Assets - Beginning of Period	109,800,369	17,482,255	127,282,624
<b>NET ASSETS - END OF PERIOD</b>	<b>\$ 102,787,673</b>	<b>\$ 16,512,679</b>	<b>\$ 119,300,352</b>

See accompanying notes to consolidated financial statements.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### STATEMENTS OF FUNCTIONAL EXPENSES

For the Year Ended December 31, 2019

	Program Services			Supporting Services			Total
	Campaign Allocations	Other Contributions	Community Services	Management and General			
				Federation	Building	Fundraising	
Annual Campaign	\$ 6,022,462	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,022,462
Contribution for Leases at Below-Market Rates	-	95,751	-	-	-	-	95,751
Other Grants and Contributions from JCF	-	6,355,086	-	-	-	-	6,355,086
<b>OTHER EXPENSES</b>							
Employee Expenses	-	-	1,029,425	418,009	338,970	1,400,098	3,186,502
Professional Fees	-	-	363,813	137,803	-	184,758	686,374
Supplies	-	-	31,904	17,743	-	208,442	258,089
Telephone	-	-	26,937	6,708	-	1,700	35,345
Postage	-	-	4,550	2,377	-	16,245	23,172
Occupancy	-	-	1,008,235	-	224,180	-	1,232,415
Equipment and Repairs	-	-	311,714	61,695	-	19,560	392,969
Publications and Advertising	-	-	43,318	6,479	-	45,211	95,008
Missions and Travel	-	-	5,933	1,160	-	209,623	216,716
Conferences, Meetings, and Membership	-	-	313,539	30,707	-	143,399	487,645
Depreciation	-	-	18,683	34,547	421,811	-	475,041
Other	-	-	112,940	57,861	49	5,550	176,400
Total Other Expenses	-	-	3,270,991	775,089	985,010	2,234,586	7,265,676
Interest Expense	-	-	-	46,412	-	-	46,412
Provision for Uncollectible Pledges and Loans	-	-	-	350,211	-	-	350,211
Total Expenses	\$ 6,022,462	\$ 6,450,837	\$ 3,270,991	\$ 1,171,712	\$ 985,010	\$ 2,234,586	\$ 20,135,598

See accompanying notes to consolidated financial statements.



## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### STATEMENTS OF FUNCTIONAL EXPENSES For the Year Period From September 1, 2018 to December 31, 2018

	Program Services			Supporting Services			
	Campaign Allocations	Other Contributions	Community Services	Management and General			Total
				Federation	Building	Fundraising	
Annual Campaign	\$ 2,128,978	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,128,978
Contribution for Leases at Below-Market Rates	-	31,917	-	-	-	-	31,917
Other Grants and Contributions from JCF	-	5,399,505	-	-	-	-	5,399,505
<b>OTHER EXPENSES</b>							
Employee Expenses	-	-	436,957	114,662	-	441,624	993,243
Professional Fees	-	-	126,035	146,892	-	193,472	466,399
Supplies	-	-	2,335	4,070	-	2,967	9,372
Telephone	-	-	8,960	731	-	420	10,111
Postage	-	-	1,819	880	-	5,376	8,075
Occupancy	-	-	332,907	-	95,752	-	428,659
Equipment and Repairs	-	-	95,731	18,111	-	1,501	115,343
Publications and Advertising	-	-	20,627	4,032	-	32,031	56,690
Missions and Travel	-	-	-	-	-	10,562	10,562
Conferences, Meetings, and Membership	-	-	144,735	14,357	-	61,498	220,590
Depreciation	-	-	-	12,133	6,228	-	18,361
Other	-	-	136,869	1,007	-	-	137,876
Total Other Expenses	-	-	1,306,975	316,875	101,980	749,451	2,475,281
Interest Expense	-	-	-	15,541	-	-	15,541
Provision for Uncollectible Pledges and Loans	-	-	-	53,005	-	-	53,005
Total Expenses	\$ 2,128,978	\$ 5,431,422	\$ 1,306,975	\$ 385,421	\$ 101,980	\$ 749,451	\$ 10,104,227

See accompanying notes to consolidated financial statements.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Year Ended December 31, 2019 and for the Period from September 1, 2018 to December 31, 2018

	Year ending December 31, 2019	Period from September 1 - December 31, 2018
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Change in net assets	\$ 34,528,144	\$ (7,982,272)
Adjustments to reconcile change in net assets to net cash flows from operating activities:		
Depreciation	475,041	18,361
Recovery of Uncollectible Pledges and Loans	(2,933,830)	-
Change in Value of Split-Interest Agreements	69,944	(53,182)
Contribution Expense for Leases at Below-Market Rates	95,751	31,917
Imputed Rental Revenue from Contributed Lease	(95,751)	(31,917)
Reduction to liability for leases at Below-Market Rates	-	(6,705,818)
Contributions Received Restricted to Investment in Endowment Funds	(5,080)	(18)
Net Unrealized (Gain) Loss on Investments	(13,459,774)	13,254,556
Net Realized Gain on Investments	(2,183,990)	(2,724,922)
Change in assets and liabilities:		
Pledges Receivable	(162,953)	2,818,817
Estates Receivable	-	361,604
Interest Receivable	(388,336)	(33,811)
Other Assets	(240,509)	45,340
Accounts Payable and Accrued Expenses	(113,805)	134,380
Allocations and Contributions Payable	(9,304,431)	2,330,316
Other Liabilities	233,490	(306,290)
Net Cash Flows From Operating Activities	6,513,911	1,157,061
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of Property and Equipment	(988,697)	(56,023)
Increase in Loans Receivable	-	(2,286)
Payments Received on Loan Receivable	695,241	168,030
Contributions to Agency Funds	5,110,094	713,372
Distributions from Agency Funds	(2,254,117)	(2,923,987)
Net Change in Split-Interest and Pooled Income Agreements	(474,339)	303,048
Purchases of Investments	(16,197,165)	(4,630,548)
Proceeds on Sale of Investments	9,063,593	10,408,690
Net Cash Flows From Investing Activities	(5,045,390)	3,980,296
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from Draws on Line of Credit	9,665,020	2,883,277
Repayment on Line of Credit	(10,156,737)	(3,901,816)
Contributions Received Restricted for Investment in Endowment Funds	5,080	18
Net Cash Flows Used For Financing Activities	(486,637)	(1,018,521)
<b>Net Change in Cash and Cash Equivalents</b>	981,884	4,118,836
CASH, CASH EQUIVALENTS AND RESTRICTED CASH - Beginning of Year/Period	12,202,048	8,083,212
<b>CASH, CASH EQUIVALENTS AND RESTRICTED CASH - End of Year/Period</b>	\$ 13,183,932	\$ 12,202,048
<b>Supplemental disclosures of cash flow information</b>		
Interest Paid During the Year/Period	\$ 47,008	\$ 15,484
Noncash Investing and Financing Activities:		
Forgiveness of Notes Receivable for Purchase of Property and Equipment	\$ 2,933,830	\$ -

See accompanying notes to consolidated financial statements.

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
and for the period from September 1, 2018 to December 31, 2018

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### NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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#### Organization

Minneapolis Jewish Federation (the Organization) is a nonprofit organization that promotes a culture of Jewish philanthropy, leverages financial and professional resources to meet local and global Jewish needs, and facilitates community planning to ensure a thriving and secure future at home, in Israel and around the world.

The consolidated financial statements of the Organization include the Jewish Community Foundation (the JCF), The Jewish Community Building Corporation (JCBC), JCF Condo Holdings, LLC (JCFCH), and four supporting organizations. The JCF was created by action of the Board of Directors and is administered by a steering committee appointed by the President of the Organization, with the approval of the Board of Directors. The JCF is not a separate legal entity. The JCF accepts gifts for its general, special, and designated funds. It also manages donor advised funds, charitable trusts, remainder trusts, and similar grants in the interest of the community. Actions are subject to approval by the JCF Steering Committee and, when necessary, the Organization's Board of Directors. JCBC is a wholly owned subsidiary of the Organization, organized for the purpose of holding real estate assets for the Organization. JCFCH, whose sole member is the Organization, was organized to hold and sell real estate. The four supporting organizations of the Organization were formed to fund both the Organization and charities whose missions are supported by the Organization. The Organization appoints a majority of the board members for these supporting organizations.

#### Reporting Period

On November 28, 2018, the Organization's Board of Directors resolved to change the Organization's fiscal year end to December 31<sup>st</sup>. As such, these consolidated financial statements present the financial position of the Organization as of December 31, 2019 and 2018 as well as the activities during the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018, which is the stub period following the Organization's previous fiscal year end of August 31, 2018.

#### Basis of Presentation

Net assets are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Organization are classified and reported as follows:

***With Donor Restrictions*** – Net assets subject to donor-imposed stipulations that will be met by action of the Organization and/or the passage of time or maintained permanently by the Organization. Generally, the donors of these assets permit the Organization to use all or part of the income earned on related investments for general or specific purposes.

***Without Donor Restrictions*** – Net assets not subject to donor-imposed stipulations.

***Board Designated Net Assets*** - The Organization's Board of Directors has the ability to designate identified amounts of net assets without donor restrictions to be used by management for specific future projects or activities. These designations can be modified or removed by the Board of Directors at any time. See Note 13 for designations.

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
and for the period from September 1, 2018 to December 31, 2018

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### **NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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Public support, and program and other revenues are reported as increases in net assets without donor restrictions unless the related asset is limited by donor-imposed restrictions. Expenses are reported as decreases in net assets without donor restrictions. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulations or by law. Expirations of restrictions on net assets (i.e. the donor-stipulated purpose has been fulfilled, the stipulated time period has elapsed and/or board appropriation) are reported as reclassifications between the two classes of net assets.

#### **Reclassifications**

Certain amounts in the prior period consolidated financial statements have been reclassified to conform to the presentation of the current period consolidated financial statements. These reclassifications had no effect on the previously reported net assets or change in net assets.

#### **Principles of Consolidation**

The consolidated financial statements herein include the consolidated operations of the Organization, JCBC, JCFCH, and four supporting organizations. Intercompany transactions have been eliminated in the preparation of the accompanying consolidated financial statements.

#### **Cash and Cash Equivalents**

The Organization considers all money market funds and certificates of deposit with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents for purposes of the consolidated statement of cash flows exclude restricted cash and cash equivalents. At times the balance may exceed federally insured limits.

#### **Restricted Cash and Cash Equivalents**

Distributions received from the Melvin S. Cohen Trust F/B/O Minneapolis Federation for Jewish Service (Trust) were restricted as of 12/31/18 and contingent upon the outcome of litigation (See Note 19). Such distributions were invested in short-term U.S. Treasury bills and notes.

#### **Investments**

Investments consist primarily of debt and equity securities and mutual funds. Investments in marketable debt and equity securities and mutual funds are carried at fair value based on quoted market prices. Certain investments held by the Organization in alternative structures, which consist of investments in private equity and hedge funds, real estate funds and corporate bonds, are estimated by the respective investment managers as market values are not readily determinable. In accordance with the accounting standards, other investments held by the Organization's supporting organizations are reported at estimated fair value as provided by the supporting organizations using the most recent financial information, or for nonpublicly traded equity investments for which a fair value could not be reasonably determined are reported at cost minus impairment, if any, plus or minus changes resulting from observable price changes in orderly transactions for the identical or a similar investment of the same issuer. The Organization has approximately \$722,000 as of December 31, 2019 and 2018, in nonpublicly traded equity investments within the supporting organizations that are reported at cost. The Organization also has approximately \$2.1 million and \$2.0 million, respectively, as of December 31, 2019 and 2018 invested in a real estate partnership that is reported at cost.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
and for the period from September 1, 2018 to December 31, 2018

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#### **NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the market volatility with certain investment securities, it is reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the statements.

#### **Pledges Receivable**

Unconditional promises to give cash and other assets to the Organization are reported at fair value at the date the promise is received. Conditional promises to give are recorded at fair value at such time the related condition is met, and indications of intentions to give are not recorded until such time that the gift is received. The gifts are reported as support within net assets with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the consolidated statements of activities as net assets released from restrictions. Donor-restricted gifts whose restrictions are met within the same year as received are reported as contributions within net assets without donor restrictions in the accompanying consolidated financial statements. Gifts with donor stipulations that the corpus be maintained in perpetuity are recorded as net assets with donor restrictions. Unconditional promises to give due in subsequent years are reflected as pledges receivable and are recorded at the present value of the expected future cash flows.

#### **Allowance for Uncollectible Pledges**

The balance in the allowance for uncollectible pledges is based on management's analysis of unpaid pledges and reflects an amount that, in management's judgment, is adequate to provide for losses after giving consideration to past experience, current economic conditions, and other factors deserving current recognition.

#### **Loans Receivable**

The loans receivable consist of unsecured noninterest bearing notes with maturities through 2022. The Organization provides an allowance for uncollectible loans using a specific identification method.

#### **Split Interest Agreements**

*Beneficial Interest in Perpetual Trust* - The Organization is the beneficiary of a trust created by a donor, the assets of which are not in the possession of the Organization. The Organization has an irrevocable right to an 18.75% interest in the net income of the trust. The Organization's interest in the trust is recorded at fair value and is classified as net assets with donor restrictions. Distributions received from the trust are not donor restricted and are recorded in net assets without donor restriction. The change in market value is recorded as within net assets with donor restrictions in the consolidated statement of activities.

# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
and for the period from September 1, 2018 to December 31, 2018

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### NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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*Charitable Gift Annuities* - The Organization has issued charitable gift annuity agreements. Under these agreements, a donor contributes assets to the Organization in exchange for the right to receive a fixed dollar annual return during the donor's lifetime. A portion of the transfer is a charitable contribution for income tax purposes. The difference between the amount provided for the gift annuity and the liability for future payments, determined on an actuarial basis, is recognized as a contribution at the date of the gift. The annuity liability is recorded as obligations under split-interest agreements on the consolidated statement of financial position and is revalued annually using a discount rate established at the inception of each agreement and appropriate actuarial assumptions. Actuarial changes and annuity payments are reported as change in value of split-interest agreements in the consolidated statement of activities.

*Interest in Charitable Trusts Held by Others* - Assets are recorded for the net present value of future cash flows from charitable remainder trusts held by others. The Organization will receive these assets upon the death of the beneficiaries. The annuity liability is recorded as obligations under split-interest agreements on the consolidated statement of financial position and is revalued annually using a discount rate established at the inception of the agreement and appropriate actuarial assumptions. Actuarial changes and trust recipient payments are reported as change in value of split-interest agreements in the consolidated statement of activities.

*Pooled Income Funds Held in Charitable Trust by Others* - The Organization has pooled income funds in a charitable trust, which are held by and administered through an arrangement with the Jewish Federations of North America. These arrangements provide for investment of a donor's life income gifts in a fund combined with the gifts of other donors in which the donor is to receive a life interest in any income earned on these funds. Upon the donor's death, the value of the fund is available to the Organization absent donor restrictions. The funds are stated at their fair value as of December 31, 2019 and 2018. Deferred revenue is recorded on pooled income agreements to represent the amount of the discount for future interest. The liability is calculated as the difference between the fair value of the pooled income funds and the actuarially determined net present value of these assets.

#### **Property and Equipment**

Property and equipment acquisitions are recorded at cost. Expenditures for renewal and betterments are capitalized. Repair and maintenance costs are charged to expense. Gifts of long-lived assets such as land, buildings, or equipment retained by the Organization are recorded at fair value at the date of donation. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as support within net assets with donor restrictions. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

Interest is capitalized in connection with the construction of facilities. The capitalized interest is recorded as part of the asset to which it relates and is amortized over the asset's useful life.

The Organization capitalizes items over \$5,000. Depreciation is calculated on a straight-line basis over the estimated useful lives of the underlying assets, ranging from 3 to 10 years for the various elements of furniture and equipment, 15 years for building systems, and 40 years for buildings and improvements.

#### **Impairment of Long-Lived Assets**

The Organization reviews long-lived assets, including property and equipment, for impairment whenever events or changes in business circumstances indicate that the carrying amount of an asset may not be fully recoverable. An impairment loss would be recognized when the estimated future cash flows from the use of the asset are less than the carrying amount of that asset. To date, there have been no such losses.

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### NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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#### **Allocations and Contributions Payable**

The Organization has commitments to fund beneficiary organizations and the Jewish Federations of North America. The allocations are recorded when approved by the Organization's Board of Directors.

#### **Agency Funds Payable**

The Organization follows accounting guidance regarding transfer of assets to a nonprofit that raises or holds contributions for others. Agency transactions are not reported as contribution revenues or grant distributions in the consolidated statement of activities unless the Organization has variance power with respect to the determination of the beneficiary. Variance power is the unilateral ability to redirect the use of the transferred assets to another beneficiary.

#### **Functional Allocation of Expenses**

Expenses are specifically allocated to the various programs and supporting services whenever practical and, when this is impractical, allocations for certain salaries and other indirect departmental expense are made on the basis of best estimates of management of the amount of time and resources spent.

#### **Advertising Expenses**

Advertising costs are expensed when incurred. Advertising costs were approximately \$36,000 and \$23,000 for the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018, respectively.

#### **Fair Value of Financial Instruments**

Investments are carried at fair value, based upon quoted market values or estimated fair value as determined by the general partner and the fund's manager. Assets for split-interest agreements are reported at fair value based on the fair value of the underlying investments. Deferred income under pooled income agreements and obligations under split-interest agreements are reported at fair value based on life expectancy of the beneficiary and the present value of expected cash flows using a discount rate.

#### **Fair Value Measurements**

The Organization has categorized its assets measured at fair value into a three-level hierarchy based on the priority of the inputs to the valuation technique used to determine fair value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used in the determination of the fair value measurement fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement.

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### NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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Assets and liabilities valued at fair value are categorized based on the inputs to the valuation techniques as follows:

*Level 1* – Financial assets and liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that the Organization has the ability to access. Level 1 assets of the Organization include corporate stocks, bonds, and mutual funds.

*Level 2* – Financial assets and liabilities whose values are based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in nonactive markets;
- pricing models whose inputs are observable for substantially the full term of the asset or liability; and
- pricing models whose inputs are derived principally from or corroborated by observable market data through correlation or other means for substantially the full term of the asset or liability.

*Level 3* – Financial assets and liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs reflect management's own assumptions about the assumptions a market participant would use in pricing the asset or liability. Investments valued using Level 3 inputs include Israel bonds, pooled income funds, interests in charitable trusts and perpetual trusts held by others.

#### **Uniform Prudent Management of Institutional Funds Act**

During 2008, the Uniform Prudent Management of Institutional Funds Act (UPMIFA) became effective in the state of Minnesota. In August 2008, accounting guidance was released, which provided guidance on the classification of endowment fund net assets for states that have enacted versions of UPMIFA and enhanced disclosures for endowment funds. Under UPMIFA all unappropriated endowment fund assets are considered donor restricted.

#### **Use of Estimates in the Preparation of Consolidated Financial Statements**

The preparation of the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates.

#### **Tax Exempt Status**

The Organization received authority from the Internal Revenue Service (IRS) to operate as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code (IRC) and JCBC is exempt under Section 501(c)(25) of the IRC. The supporting organizations included in these consolidated financial statements are also exempt from income taxes under Section 501(c)(3) of the IRC. However, any unrelated business income may be subject to taxation. The Organization is not currently under examination by any taxing jurisdiction. JCFCH is a wholly owned limited liability corporation of the Organization and all activities are included in the filings of the Organization.



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### **NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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The Organization has adopted a policy that clarifies the accounting for uncertainty in income taxes recognized in an organization's financial statements. The policy describes a recognition threshold and measurement principles for the financial statement recognition and measurement of tax positions taken or expected to be taken on a tax return that are not certain to be realized. No liability has been recognized by the Organization for uncertain tax positions as of December 31, 2019 and 2018, respectively. The Organization's tax returns are subject to review and examination by federal, state, and local authorities.

#### **Donated Services**

The Organization receives a significant amount of donated services from unpaid volunteers who assist in fundraising and special projects. No amounts have been recognized in the consolidated statements of activities because the criteria for recognition have not been satisfied.

#### **New Accounting Pronouncements Adopted**

In August 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The Organization adopted the provisions of this new standard during the year ended December 31, 2019. The primary changes include presenting two classes of net assets versus the three categories previously required and recognition of underwater endowment funds as a reduction to net assets with donor restrictions. The standard also provides for enhanced disclosures for board designated amounts, composition of net assets without donor restrictions, liquidity, and expenses by both natural and functional classification. This standard has been retrospectively applied to the prior period presented.

In June 2018, the FASB issued ASU 2018-08, *Not-for-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The new guidance is intended to clarify and improve accounting guidance for contributions received and contributions made. The amendments in this ASU should assist entities in (1) evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) or as exchange (reciprocal) transactions subject to other guidance and (2) determining whether a contribution is conditional. ASU 2018-08 is effective for fiscal years beginning after December 15, 2018 for contributions received and for fiscal years beginning after December 31, 2019 for contributions made. The Organization adopted the provisions of this new standard relative to contributions received during 2019 and there was no impact to the consolidated financial statements. The Organization is assessing the impact this standard will have on its financial statements relative to contributions made.

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### NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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In January 2016, the FASB issued ASU 2016-01, *Recognition and Measurement of Financial Assets and Financial Liabilities*. ASU 2016-01: a) requires equity investments (except those accounted for under the equity method of accounting or those that result in consolidation of the investee) to be measured at fair value with changes in fair value recognized in net income; (b) simplifies the impairment assessment of equity investments without readily determinable fair values by requiring a qualitative assessment to identify impairment; (c) eliminates the requirement to disclose the fair value of financial instruments measured at amortized cost for entities that are not public business entities; (d) eliminates the requirement for public business entities to disclose the method(s) and significant assumptions used to estimate the fair value that is required to be disclosed for financial instruments measured at amortized cost on the balance sheet; (e) requires public business entities to use the exit price notion when measuring the fair value of financial instruments for disclosure purposes; (f) requires an entity to present separately in other comprehensive income the portion of the total change in the fair value of a liability resulting from a change in the instrument-specific credit risk when the entity has elected to measure the liability at fair value in accordance with the fair value option for financial instruments; (g) requires separate presentation of financial assets and financial liabilities by measurement category and form of financial asset (that is, securities or loans and receivables) on the balance sheet or the accompanying notes to the financial statements; and (h) clarifies that an entity should evaluate the need for a valuation allowance on a deferred tax asset related to available-for-sale securities in combination with the entity's other deferred tax assets. During April 2019, the FASB also issued ASU 2019-04, which clarifies certain aspects of ASU 2016-01. ASU 2016-01 was effective for annual periods beginning after December 15, 2018. The Organization adopted this standard as of January 1, 2019 and recorded an adjustment to the value of those equity investments observed to have a marketable price, that were previously recorded at cost. As a result, the Organization recorded a cumulative effect change in accounting principle of \$1,923,000 that is reflected in the consolidated statement of activities for the year ended December 31, 2019.

In November 2016, FASB issued ASU 2016-18, *Statement of Cash Flows (Topic 230): Restricted Cash*. This standard requires cash flow statements to explain the change during a reporting period of the totals for cash, cash equivalents, restricted cash, and restricted cash equivalents. Amounts reported as restricted cash should be included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. The update also includes a requirement that the notes to the financial statements explain the nature of the restrictions. The Organization adopted the provisions of this new standard during the year ended December 31, 2019. The changes were also retroactively applied to the 2018 period presented and restricted cash of \$7,218,150 as of September 1, 2018 was included in the beginning cash, cash equivalents and restricted cash within the 2018 column in the statement of cash flows.

#### Recently Issued Pronouncements Not Yet Adopted

In February 2016, FASB issued ASU 2016-02, *Leases*. ASU 2016-02 was issued to increase transparency and comparability among entities. Lessees will need to recognize nearly all lease transactions (other than leases that meet the definition of a short-term lease) on the statement of financial position as a lease liability and a right-of-use asset (as defined). Lessor accounting under the new guidance will be similar to the current model. ASU 2016-02 is effective for fiscal years beginning after December 15, 2021. Early application is permitted. Upon adoption, lessees and lessors will be required to recognize and measure leases at the beginning of the earliest period presented using a modified retrospective approach, which includes a number of optional practical expedients that entities may elect to apply. The Organization is assessing the impact this standard will have on its financial statements.

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## NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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### Subsequent Events

In preparing these consolidated financial statements, the Organization has evaluated events and transactions for potential recognition or disclosure through August 5, 2020, the date the consolidated financial statements were available to be issued.

In early 2020, an outbreak of the novel strain of coronavirus (COVID-19) emerged globally. As a result, there have been mandates from federal, state and local authorities resulting in an overall decline in economic activity. The ultimate impact of COVID-19 on the financial position and results of operations of the Organization is not reasonably estimable at this time.

In April 2020, the Organization applied for and was approved for a loan pursuant to the Paycheck Protection Program (“PPP”), administered by the U.S. Small Business Administration. The PPP was authorized in the Coronavirus Aid, Relief, and Economic Security (“CARES”) Act. The Organization received the loan proceeds on April 9, 2020. The principal amount of the loan is \$520,400 and there are no collateral or guarantee requirements. Under the terms of the PPP, payments will be deferred to October 9, 2020, the loan will bear interest at 1% per annum, and will mature on April 9, 2022. Subject to certain eligibility and certification requirements under the PPP, some or all of the loan amount may be forgiven; however, the amount and timing of any forgiveness is uncertain.

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## NOTE 2 – OTHER OPERATING REVENUE

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During the year ended December 31, 2019 and the period from September 1, 2018 to December 31, 2018, the Organization considered several transactions to be unusual or infrequent. These items have been included in Other Operating Revenue on the consolidated statement of activities for the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018 and consists of the following:

	<u>2019</u>	<u>2018</u>
Reduction to liability for leases at below-market rates (see Note 17)	\$ -	\$ 6,612,739
Recovery of previously reserved Sabes Jewish Community Center loans receivable (see Notes 7 and 8)	2,933,830	-
Recovery of litigation costs (see Note 19)	1,429,669	-
Release of distributions held for others (see Note 19)	<u>9,612,505</u>	<u>-</u>
	<u>\$ 13,976,004</u>	<u>\$ 6,612,739</u>

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### NOTE 3 – LIQUIDITY AND AVAILABILITY

The following table reflects the Organization's financial assets as of the December 31, 2019 and 2018 consolidated statement of financial position date, reduced by amounts not available for general use because of contractual or donor-imposed restrictions within one year of the financial position date. Amounts not available include amounts in the endowment set aside for long-term investing that could be drawn upon if the governing board approves that action. However, amounts already appropriated from either the donor-restricted endowments, designated or board-restricted funds for general expenditure within one year of the statement of financial position date have not been subtracted as unavailable.

	<u>2019</u>	<u>2018</u>
Financial assets at year end	\$ 176,674,427	\$ 152,769,700
Less those unavailable for general expenditures within one year, due to contractual or donor-imposed restrictions:		
Restricted by donor for time or purpose restrictions	(1,150,236)	(1,123,055)
Subject to appropriation and satisfaction of donor restrictions	(15,242,742)	(14,843,692)
Investments held in charitable trusts and obligations under split-interest agreements	(12,709,005)	(12,405,256)
Restricted cash and cash equivalents	-	(9,612,505)
Funds held for outside agencies	(25,784,449)	(22,928,472)
Loans receivable	(16,703)	(919,665)
Donor advised funds and designated funds	(76,339,742)	(64,668,905)
Supporting organizations	(11,719,515)	(10,225,920)
Board designated funds	<u>(3,611,558)</u>	<u>(4,327,628)</u>
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 30,100,477</u>	<u>\$ 11,714,602</u>

As part of the Organization's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities and other obligations come due. In addition, the Organization invests cash in excess of daily requirements in short-term investments. To help manage unanticipated liquidity needs, the Organization has a committed line of credit in the amount of \$5 million, which it could draw upon (See Note 9).

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### NOTE 4 - INVESTMENTS

A summary of investments by type at December 31 is as follows:

	2019	2018
Cash and cash equivalents	\$ 2,440,772	\$ 12,496,729
Corporate stocks and equity mutual funds	76,035,281	62,776,412
Corporate bonds and bond mutual funds	26,478,001	15,168,567
Israel bonds	3,715,344	726,626
Interest in real estate partnership	2,136,587	2,136,587
Pooled income funds held by others, underlying investments in		
Cash and cash equivalents	1,655	1,489
Corporate stocks and equity mutual funds	29,189	26,320
Corporate bonds and bond mutual funds	52,315	47,174
Alternative investments, underlying investments in		
Private equity and hedge funds	18,587,398	16,809,018
Corporate bonds	4,929,266	4,689,929
Real estate funds	1,277,351	1,292,567
Investment held by supporting organizations		
Cash and cash equivalents	1,548,710	608,857
Corporate stocks and equity mutual funds	7,410,984	6,846,205
Corporate bonds and bond mutual funds	-	11
Alternative investments, underlying investments in		
Private equity and hedge funds	5,114,948	3,128,068
Other	927,065	848,854
Total	\$ 150,684,866	\$ 127,603,413

Investments are included in the following asset categories on the consolidated statements of financial position as of December 31:

	2019	2018
Investments	\$ 147,507,626	\$ 124,730,290
Charitable gift annuities	3,094,081	2,798,140
Pooled income funds held in charitable trust by others	83,159	74,983
	\$ 150,684,866	\$ 127,603,413

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018

#### NOTE 5 – FAIR VALUE MEASUREMENTS

The following table presents the fair value hierarchy for the balances of the assets of the Organization measured at fair value on a recurring basis as of year ended December 31, 2019 and 2018:

	2019			Total
	Level 1	Level 2	Level 3	
Corporate stocks and equity mutual funds	\$ 76,035,281	\$ -	\$ -	\$ 76,035,281
Corporate bonds and bond mutual funds	26,478,001	-	-	26,478,001
Israel bonds	-	-	3,715,344	3,715,344
Pooled income funds, underlying investments in:				
Cash and cash equivalents	-	-	1,655	1,655
Corporate stocks and equity mutual funds	-	-	29,189	29,189
Corporate bonds and bond mutual funds	-	-	52,315	52,315
Investment held by supporting organizations				
Corporate stocks and equity mutual funds	7,410,984	-	-	7,410,984
Beneficial interest in perpetual trust	-	-	9,375,000	9,375,000
Interest in charitable trusts held by others and receivable from termed charitable trust	-	-	309,015	309,015
<b>Total</b>	<u>\$ 109,924,266</u>	<u>\$ -</u>	<u>\$ 13,482,518</u>	<u>\$ 123,406,784</u>
Alternative investments held at NAV				29,186,773
<b>Total</b>				<u>152,593,557</u>
	2018			Total
	Level 1	Level 2	Level 3	
Corporate stocks and equity mutual funds	\$ 62,776,412	\$ -	\$ -	\$ 62,776,412
Corporate bonds and bond mutual funds	15,168,567	-	-	15,168,567
U.S. Treasury bills and notes	9,612,505	-	-	9,612,505
Israel bonds	-	-	726,626	726,626
Pooled income funds, underlying investments in:				
Cash and cash equivalents	-	-	1,489	1,489
Corporate stocks and equity mutual funds	-	-	26,320	26,320
Corporate bonds and bond mutual funds	-	-	47,174	47,174
Investment held by supporting organizations				
Corporate stocks and equity mutual funds	6,846,205	-	-	6,846,205
Corporate bonds and bond mutual funds	11	-	-	11
Beneficial interest in perpetual trust	-	-	9,375,000	9,375,000
Interest in charitable trusts held by others and receivable from termed charitable trust	-	-	323,853	323,853
<b>Total</b>	<u>\$ 94,403,700</u>	<u>\$ -</u>	<u>\$ 10,500,462</u>	104,904,162
Alternative investments held at NAV				23,697,395
<b>Total</b>				<u>\$ 128,601,557</u>

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### NOTE 5 – FAIR VALUE MEASUREMENTS (Continued)

Below is a reconciliation of total investments per the statement of financial position to the assets reported at fair market value above as of December 31, 2019 and 2018:

	2019	2018
Investments from Note 4	\$ 150,684,866	\$ 127,603,413
Restricted cash	-	9,612,505
Beneficial interest in Perpetual Trust	9,375,000	9,375,000
Interest in Charitable Trust Held by Others	4,130	3,734
Receivable from Termed Charitable Trust	304,885	320,119
Less: Investments at cost	(3,785,842)	(5,207,628)
Less: Cash and Cash Equivalents included in investments	(3,989,482)	(13,105,586)
Total assets at fair market value	\$ 152,593,557	\$ 128,601,557

### Level 3 Assets and Liabilities

The following table provides a summary of changes in fair value of the Organization's Level 3 financial assets for the year ended December 31, 2019:

	Beneficial Interest in Perpetual Trust	Pooled Income Funds	Israel Bonds	Interest in Charitable Trusts Held by Others	Total
Balance – January 1, 2019	\$9,375,000	\$ 74,983	\$ 726,626	\$ 323,853	\$ 10,500,462
Net realized and unrealized gains	-	8,176	(11,282)	-	(3,106)
Purchases	-	-	3,000,000	-	3,000,000
Changes in value of split-interest agreements	-	-	-	(14,838)	(14,838)
Balance – December 31, 2019	\$9,375,000	\$ 83,159	\$3,715,344	\$ 309,015	\$ 13,482,518

The following table provides a summary of changes in fair value of the Organization's Level 3 financial assets for the period from September 1, 2018 to December 31, 2018:

	Beneficial Interest in Perpetual Trust	Pooled Income Funds	Israel Bonds	Interest in Charitable Trusts Held by Others	Total
Balance – September 1, 2018	\$ 9,375,000	\$ 77,866	\$ 720,758	\$ 320,928	\$ 10,494,552
Net realized and unrealized losses	-	(2,883)	5,868	-	2,985
Changes in value of split-interest agreements	-	-	-	2,925	2,925
Balance – December 31, 2018	\$ 9,375,000	\$ 74,983	\$ 726,626	\$ 323,853	\$ 10,500,462

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### NOTE 5 – FAIR VALUE MEASUREMENTS (Continued)

Fair value measurements of investments in certain entities that calculate net asset value (NAV) per share (or its equivalent) as of December 31, 2019:

	Net Asset Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Alternative investments, underlying investments in				
Private equity and hedge funds	\$ 6,226,658	\$ -	Semi-Annual	95 days
Private equity and hedge funds	3,081,052	2,671,925	Not Available*	Not Applicable
Private equity and hedge funds	9,279,688	-	Monthly*	5 days
Real estate funds	1,277,351	195,000	Not Available**	Not Applicable
Corporate bonds	4,929,266	-	Annual	30 days
Investment held by supporting organizations				
Equity hedge fund	3,500,000	-	Quarterly	60 days
Alternative investments	323,892	-	Not Available*	Not Applicable*
Alternative investments	568,866	-	Quarterly	45 days

\* Redemption upon the request of the shareholders is not available

\*\* Redemption of the investment is unavailable for two years due to a lockout period

Fair value measurements of investments in certain entities that calculate net asset value (NAV) per share (or its equivalent) as of December 31, 2018:

	Net Asset Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Alternative investments, underlying investments in				
Private equity and hedge funds	\$ 5,775,518	\$ -	Semi-Annual	95 days
Private equity and hedge funds	2,630,548	1,653,947	Not Available*	Not Applicable
Private equity and hedge funds	8,402,952	-	Monthly	5 - 30 days
Real estate funds	1,292,567	287,004	Not Available**	Not Applicable
Corporate bonds	4,689,929	-	Annual	30 days
Investment held by supporting organizations				
Alternative investments	323,895	-	Not Available*	Not Available*
Alternative investments	581,986	-	Quarterly	45 days

\* Redemption upon the request of the shareholders is not available

\*\* Redemption of the investment is unavailable for two years due to a lockout period



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#### NOTE 5 – FAIR VALUE MEASUREMENTS (Continued)

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Alternative investments with underlying investments in private equity and hedge funds include investments in private equity companies. The private equity funds seek to earn a high return in exchange for limited liability and greater risk than public equities. The funds provide capital to companies that need additional funds to grow and prosper and can include both debt and equity positions. The hedge fund seeks returns by accessing investment opportunities that are unavailable to traditional investments. Compared to traditional investments, the hedge fund can use greater leverage, hold more concentrated positions, employ shorts and derivatives, as well as invest in private securities, real assets, and structured products. The fair value of the investment in this category is estimated using the NAV per share of the investment.

The corporate bond fund attempts to generate stable, predictable returns with relatively low correlation to the broader debt and equity markets. The fund seeks capital appreciation and current income by investing in value-oriented, event-driven debt and equity securities with an emphasis on debt instruments. The Organization values positions using the NAV.

The equity hedge fund and alternative investments held by supporting organizations include investments in international private equity companies. The equity hedge fund invests in a master fund which seeks superior capital appreciation through the construction of an investment portfolio comprised of a variety of proprietary investment strategies. The fair value of the investments in this category is estimated using the NAV per share of the investment.

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#### NOTE 6 – PLEDGES RECEIVABLE, NET

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Pledges receivable at December 31, 2019 were received in conjunction with the Annual and Capital Campaigns as well as other fundraising activities:

	Annual Campaign and Other	Capital Campaign
2020 and beyond Annual Campaigns	\$ 266,818	\$ -
2019 Annual Campaign	2,358,553	-
Prior years Annual Campaigns	1,169,593	-
Other	514,550	-
Capital Campaign	-	22,725
Total	<u>4,309,514</u>	<u>22,725</u>
Estimated commitment from JCF (eliminated in consolidation)	(552,800)	-
Allowance for uncollectible pledges	<u>(1,300,675)</u>	<u>(22,725)</u>
Pledges receivable, net	<u>\$ 2,456,039</u>	<u>\$ -</u>

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

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### **NOTE 6 – PLEDGES RECEIVABLE, NET (Continued)**

Pledges receivable at December 31, 2018 were received in conjunction with the Annual and Capital Campaigns as well as other fundraising activities:

	<u>Annual Campaign and Other</u>	<u>Capital Campaign</u>
2019 and beyond Annual Campaigns	\$ 189,281	\$ -
2018 Annual Campaign	2,145,764	-
Prior years Annual Campaigns	1,318,991	-
Other	654,050	-
Capital Campaign	-	56,261
Total	<u>4,308,086</u>	<u>56,261</u>
Estimated commitment from JCF (eliminated in consolidation)	(615,000)	-
Allowance for uncollectible pledges	<u>(1,400,000)</u>	<u>(56,261)</u>
 Pledges receivable, net	 <u>\$ 2,293,086</u>	 <u>\$ -</u>

Annual Campaign, Capital Campaign, and other pledges receivable as of December 31, 2019 are anticipated to be collected as follows:

	<u>Annual Campaign and Other</u>	<u>Capital Campaign</u>
Amounts due in		
Less than one year	\$ 3,050,746	\$ 22,725
One year to five years	705,968	-
Total	<u>3,756,714</u>	<u>-</u>
Allowance for uncollectible pledges	<u>(1,300,675)</u>	<u>(22,725)</u>
Pledges receivable, net	<u>\$ 2,456,039</u>	<u>\$ -</u>

The Capital Campaign was an endeavor of the Organization to allow the Minneapolis Jewish community to build and restore the infrastructure of many of its community institutions and to expand the scope of Jewish educational programming. Contributions to the Capital Campaign are treated as contributions with donor restrictions, as donors have stipulated that such contributions be restricted for the specific purposes of the Capital Campaign.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

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### NOTE 7 – LOANS RECEIVABLE

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Loans receivable consist of the following at December 31:

	<u>2019</u>	<u>2018</u>
Sabes Jewish Community Center	\$ -	\$ 2,933,830
Heilicher Minneapolis Jewish Day School	-	800,000
Torah Academy	325,767	333,017
Related Party (See Note 15)	120,000	-
Hillel	59,420	65,530
Sholom Community Alliance	21,215	21,215
J-HAP	97,320	102,857
Other	<u>5,982</u>	<u>8,767</u>
Total gross loans receivable	629,704	3,465,216
Less: Allowance for uncollectible amounts	<u>(386,456)</u>	<u>(3,326,727)</u>
Net loans receivable	<u>\$ 243,248</u>	<u>\$ 938,489</u>

As of December 31, 2019 and 2018, approximately 61% and 95% of the gross loans receivable are considered past due loans. See Note 8 regarding the reduction in the Sabes Jewish Community Center loans and the allowance for uncollectible amounts related to these loans.

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### NOTE 8 – PROPERTY AND EQUIPMENT

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Property and equipment consist of the following at December 31:

	<u>2019</u>	<u>2018</u>
Land	\$ 3,922,526	\$ -
Building and Improvements	17,043,764	17,043,763
Furniture and Equipment	278,649	278,649
Subtotal	<u>21,244,939</u>	<u>17,322,412</u>
Accumulated Depreciation	<u>(7,369,982)</u>	<u>(6,894,941)</u>
Total	<u>\$ 13,874,957</u>	<u>\$ 10,427,471</u>

On March 4, 2019, JCBC closed on the purchase from Sabes Jewish Community Center for the land and certain building improvements that make-up the Barry Family Campus (the Campus). Consideration for the purchase of the property included (a) forgiveness of all of the indebtedness owed by Sabes Jewish Community Center to the Organization and JCBC as of the closing date of \$2,933,830, all of which had been reserved for as uncollectible at December 31, 2018 and (b) pay-off of a line of credit between Sabes Jewish Community Center and BMO Harris Bank of \$950,000. The recovery of the reserve for uncollectible loan amounts has been included in Other Operating Revenue on the consolidated statements of activities for the year ended December 31, 2019.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### **NOTE 9 – LINES OF CREDIT**

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At December 31, 2018, the Organization had a \$3,000,000 line of credit available with an interest rate at 1.75% above the 30-day LIBOR (London Interbank Offered Rate) and a maturity date of March 29, 2019. The balance was \$491,717, and the interest rate was 4.25% at December 31, 2018.

The line of credit was amended on March 29, 2019 and was increased to \$5,000,000 with an interest rate at 1.50% above the 30-day LIBOR and a maturity date of March 29, 2021. There was no balance at December 31, 2019.

The line of credit is secured by substantially all assets of the Organization and contains various restrictive covenants including the incurrence of other debt, default on other obligations and achievement of financial covenants.

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### **NOTE 10 – SPLIT- INTEREST AGREEMENTS**

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The Organization has entered into various charitable remainder trusts, charitable gift annuities and pooled income arrangements with donors.

Charitable remainder trusts, charitable gift annuities, and pooled income arrangements obligate the Organization to make payments to the annuitants and trust recipients for the remainder of their lives. A liability has been recorded equal to the present value of the estimated future obligations.

The various deferred gift obligations have various imputed interest rates. IRS life expectancy tables are utilized to determine life expectancies. Liabilities under split-interest agreements totaled \$1,920,581 and \$2,040,355 at December 31, 2019 and 2018, respectively.

Split-interest agreements include losses in the change in value of split-interest agreements of \$69,944 during the year ended December 31, 2019 and gains of \$53,182 for the period from September 1, 2018 to December 31, 2018.

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### **NOTE 11 – RETIREMENT PLANS**

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The Organization maintains a defined contribution plan for essentially all employees of the Organization. The Organization made contributions of \$46,415 and \$14,949 during the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018, respectively.

The Organization established a 457(b) deferred compensation plan for two of its former employees. As of September 1, 2018, only one participant remained in the plan and as of December 31, 2019 there were no participants remaining in the plan. Under the plan, deferred compensation contributions and investment earnings less fees and expenses were held for the participant until paid according to the provisions of the plan. The Organization made no contributions during the year ended December 31, 2019 or for the period from September 1, 2018 to December 31, 2018. The investment balance related to the plan as of December 31, 2019 and 2018 was \$0 and \$11,951, respectively.

The Organization also has a deferred compensation agreement with one former employee. At December 31, 2019 and 2018, approximately \$300,000 was vested under the agreement. Vested amounts will be paid in 10 annual equal installments beginning 60 days prior to the employee's 65th birthday. The liability recorded related to this agreement was \$184,878 and \$174,413 at December 31, 2019 and 2018, respectively.

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As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### NOTE 12 – ALLOCATIONS PAYABLE

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The Organization has commitments to fund beneficiary organizations and the Jewish Federations of North America. These commitments are reported as allocations payable in the consolidated financial statements. The Board of Directors, following the conclusion of the annual fundraising campaign, approves these amounts.

The allocations are included as liabilities on the consolidated statement of financial position as of December 31:

	<u>2019</u>	<u>2018</u>
Beneficiary Organizations	\$ 2,779,529	\$ 3,405,874
Jewish Federations of North America	<u>3,619,256</u>	<u>2,405,598</u>
Total	<u>\$ 6,398,785</u>	<u>\$ 5,811,472</u>

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### NOTE 13 – NET ASSETS WITHOUT DONOR RESTRICTIONS

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Net assets without donor restrictions are available for the following purposes at December 31:

	<u>2019</u>	<u>2018</u>
Jewish Community Foundation, donor advised and designated funds	\$ 84,339,742	\$ 72,668,905
Jewish Community Foundation, Organization funds without donor restrictions	17,537,350	14,620,195
Supporting Organization funds	14,519,515	11,025,920
Undesignated	<u>20,299,339</u>	<u>4,472,653</u>
Total net assets without donor restrictions	<u>\$ 136,695,946</u>	<u>\$ 102,787,673</u>

Included in net assets without donor restrictions as of December 31, 2019 are board designated assets of \$3,563,779 and \$147,779 designated for real estate and technology, respectively. Included in net assets without donor restrictions as of December 31, 2018 are board designated assets of \$3,500,835 and \$161,509 designated for real estate and technology, respectively.

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### NOTE 14 – NET ASSETS WITH DONOR RESTRICTIONS

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The Capital Campaign raised funds for a wide range of projects within the Jewish community. Donors contribute to the Organization in support of the overall community effort; the Organization is responsible for projects underwritten by the Capital Campaign.

Net assets are released from donor restrictions when a purpose restriction is fulfilled or through the passage of time, other than donor-restricted gifts whose restrictions are met within the same year as received.

Certain of the Organization's net assets with donor restrictions are restricted for investment in perpetuity. Income earned on these assets is expended according to donor stipulations. The balances of the net assets restricted for investment in perpetuity and the purposes the income is expendable to support as of December 31 are disclosed in the table below.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### NOTE 14 – NET ASSETS WITH DONOR RESTRICTIONS (Continued)

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Net assets with donor restrictions are available for the following purpose or time at December 31:

	<u>2019</u>	<u>2018</u>
Capital Campaign	\$ 32,046	\$ 121,975
Jewish Community Foundation, donor-restricted amounts	2,254,730	1,871,438
Following year campaign	420,739	17,000
Other restricted gifts	<u>691,322</u>	<u>775,281</u>
Subtotal net assets with donor restrictions - restricted for purpose or time	<u>3,398,837</u>	<u>2,785,694</u>
Beneficial interest in perpetual trust	9,375,000	9,375,000
Restricted for specific purpose by donors	53,969	53,969
General purposes of the Organization	<u>4,304,744</u>	<u>4,298,016</u>
Subtotal net assets with donor restrictions - restricted in perpetuity	<u>13,733,713</u>	<u>13,726,985</u>
Total net assets with donor restrictions	<u>\$ 17,132,550</u>	<u>\$ 16,512,679</u>

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### NOTE 15 – RELATED PARTIES

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The Organization serves as the central planning, budgeting, and fundraising organization for the Jewish community. To the extent that there may be overlapping directorates between the Organization and other charitable organizations that it funds, related party relationships may exist between the Organization and these beneficiary organizations. The Organization has adopted a conflict of interest policy for its Board of Directors and staff members. In certain cases, members of the Board may also serve on the boards or participate in the management of entities that provide services to the Organization.

On September 1, 2019 the Organization entered into an Employment Agreement with the Organization's Chief Executive Officer (the CEO). As part of the consideration of employment, the Organization provided a loan of \$120,000 and mortgage guarantee of \$423,600 in connection with the purchase of a personal residence for the CEO. The loan has an interest rate of 4.00%, matures on March 26, 2024 and has annual principal and interest repayments. The loan and mortgage guarantee are secured by a second mortgage on this personal residence.

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### NOTE 16 – SIGNIFICANT CONCENTRATION OF CREDIT RISK

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Approximately 32% and 29% of the Organization's pledges receivable balance is from one donor as of December 31, 2019 and 2018, respectively.

For the year ended December 31, 2019, approximately 19% of contribution revenue was from three donors. For the period from September 1, 2018 to December 31, 2018, approximately 18% of contribution revenue was from one estate gift.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### **NOTE 17 – BARRY FAMILY CAMPUS**

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#### **Ground Lease and Improvements**

JCBC entered into a lease, commencing August 30, 2002, with the Jewish Community Center of Greater Minneapolis (dba Sabes Jewish Community Center) to lease the land for a period of 99 years at \$1 per year. The land and the building improvements on the land make-up the Barry Family Campus (the Campus). The lease qualifies for treatment as a capital lease by the Organization; however, no amounts are recorded on the consolidated statement of financial position to reflect the fair value of the leased property because the Organization derives no financial benefit under the lease. In 2007, JCBC transferred management and all associated costs of the Campus and assigned the rents to be received from the subtenants to Barry Family Campus Corporation.

As part of the Organization's Capital Campaign, JCBC made substantial improvements to the Campus. These improvements are included in property and equipment on the consolidated statements of financial position of the Organization.

On September 1, 2018, Barry Family Campus Corporation, pursuant to a Plan of Complete Liquidation and Dissolution, ceased operations, and the Organization took back the management and administrative services relating to the operations of the Campus and activities incident thereto. The Organization was transferred assets and assumed liabilities of Barry Family Campus Corporation of approximately \$398,000 and \$298,000, respectively.

On December 12, 2018, JCBC entered into an agreement to purchase the land and building improvements on the Campus owned by Sabes Jewish Community Center. Consideration for the purchase of the property included (a) forgiveness all of the indebtedness owed by Sabes Jewish Community Center to the Organization as of the closing date, excluding indebtedness owed for rent, of approximately \$2,900,000, (b) assumption/pay-off of a line of credit between Sabes Jewish Community Center and BMO Harris Bank as of the closing date not to exceed \$950,000, (c) termination of the ground lease agreement described above and the sublease agreement described below, and (d) consummation of a new lease agreement with Sabes Jewish Community Center effective September 1, 2018.

On March 4, 2019 JCBC closed on the purchase from Sabes Jewish Community Center for the land and certain building improvements owned by them that make-up the Barry Family Campus (the Campus). Consideration for the purchase of the property included (a) termination of the ground lease agreement described above and (b) termination of the existing sublease agreement and consummation of a new lease agreement effective September 1, 2018 described below.

#### **Sublease and Lease**

JCBC entered into two subleases, commencing September 1, 2002, with the two primary tenants of the Campus (one of which included the Sabes Jewish Community Center). The subleases are for a period of 25 years at \$1 per year and automatically renew for an additional year at the end of each year. The subleases require rental payment of \$1 per year plus additional rent consisting of the subtenant's pro-rate share of maintenance and utility costs of the Campus. Under the assignment agreement between JCBC and Barry Family Campus Corporation, which was transferred to JCBC on September 1, 2018, the tenants reimburse the JCBC for their pro-rata share of the maintenance and utility costs of the Campus.

The rental payments under the subleases of \$1 per year have been determined by the Organization to be below fair value. Consequently, JCBC has recorded a contribution expense to the tenants of the Campus for the estimated fair value of the rent over the term of the subleases. The Organization has used depreciation expense attributable to the improvements made by the Organization to the Campus over the term of the subleases as its estimate of fair value.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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#### **NOTE 17 – BARRY FAMILY CAMPUS (CONTINUED)**

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As noted above, the sublease agreement with Sabes Jewish Community Center was terminated and a new lease agreement effective September 1, 2018 was consummated. The new lease is for a period of three years with two options by Sabes Jewish Community Center to extend the term for six-months each. The lease requires rental payment of \$1 per year plus additional rent of Sabes Jewish Community Center's pro-rata share of maintenance and utility costs of the Campus. The rental payments under the lease of \$1 has been determined by the Organization to be below fair value. Consequently, JCBC has recorded a contribution expense to the tenant of the Campus for the estimated fair value of the rent over the term of the new lease. The Organization has used the same methodology described above to determine its estimate of fair value. As a result of the termination of the sublease, the start of the new lease, as well as other updates to the liability calculation to reflect updated market information, the liability for leases at below-market rates has been reduced by \$6,612,739 and the reversal of the contribution expense recorded in prior years has been included in other operating revenue on the consolidated statements of activities for the period from September 1, 2018 to December 31, 2018.

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#### **NOTE 18 – ENDOWMENT**

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Since December 22, 1980, there has been in effect a policy statement adopted by the Organization's Board of Directors. Under the terms of the policy statement, which is incorporated into the Organization's agreements with donors, the Board of Directors has the power to modify or eliminate any donor-imposed condition, limitation, or restriction on any contribution if one or more of the conditions, limitations, or restrictions become impracticable or impossible to fulfill. This power is referred to as the "variance power." Because the variance power allows the Board of Directors to eliminate donor-imposed restrictions under certain limited circumstances, most of the Organization's funds that are administered as endowment funds are not endowment funds within the meaning of UPMIFA for financial reporting purposes.

Net assets with donor restrictions to be held in perpetuity represent the portion of each gift that the Organization has concluded must be retained permanently in accordance with explicit donor stipulations or, in the absence of such stipulations, must be retained permanently consistent with the relevant law. Donor-restricted endowment funds are not classified as net assets with donor restrictions to be held in perpetuity if the Organization has determined that its variance power applies to the funds.

Net assets without donor restrictions represent the portion of funds subject to the spending rate that are available for support of the programs and operations of the Organization.

#### **Funds with Deficiencies**

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the historic dollar value of such fund. These differences resulted from unfavorable market fluctuations that occurred after the investment of new contributions to the endowment funds and continued appropriation for certain programs that were deemed prudent by the Board of Directors. These differences are reported in net assets with donor restrictions. There were no endowment funds that had fallen below such recorded values as of December 31, 2019 and 2018.



# MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### NOTE 18 – ENDOWMENT (CONTINUED)

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#### **Return Objectives and Risk Parameters**

The Organization offers donors a choice of three investment pools: the Short-Term Income Pool, the Long-Term Growth and Income Pool and the Israel Bonds Pool. The Short-Term Income Pool seeks a modest degree of income by investing primarily in a combination of short to intermediate term bond funds. The primary objective is for the preservation of principal. The Long-Term Growth and Investment Pool seeks to provide for real growth by achieving a total return, net of investment management fees, equal to or greater than spending, administrative expenses, and inflation. This pool is most appropriate for funds that distribute a small proportion of the fund balance each year or will make no distributions for a number of years before beginning to make allocations. The Israel Bonds Pool seeks to support the State of Israel by investing solely in the direct debt obligations of Israel. An investment in this Pool is appropriate for those donors who wish to support the State of Israel by investing in sovereign debt. Investments in this pool are illiquid and the Pool will hold each Israel bond until its maturity.

#### **Strategies for Achieving Objectives**

The Organization believes the achievement of investment returns should be viewed in a long-term context. Investments are made to balance the goals of achieving desirable long-term results while maintaining the liquidity necessary to meet donor-advised distribution requests based upon the general governing philosophy of (a) achieving long-term growth of assets while preserving capital, (b) targeting investment strategies that demonstrate the ability to generate consistent long-term results, and (c) earning the highest total return that is prudently possible consistent with the risk tolerance deemed appropriate.

#### **Spending Policy and How the Investment Objectives Relate to Spending Policy**

The Organization's general practice is to distribute up to 5% each calendar year of the market value of its endowment fund for the most recent quarterly close before the campaign year ends, provided such a distribution does not reduce the value of the fund below the amount restricted by donor to be held in perpetuity. This is consistent with Organization's objective to maintain the purchasing power of the endowment assets held in perpetuity, or for a specified term, as well as to provide additional real growth through new gifts and investment return.

The following is a summary of endowment funds subject to UPMIFA for the year ended December 31, 2019:

	<u>Net assets without donor restrictions</u>	<u>Net assets with donor restrictions</u>
Endowment net assets – January 1, 2019	\$ -	\$ 5,667,693
Investment income	-	56,722
Net realized and unrealized gain on investments	-	831,025
Contributions	-	5,080
Appropriations of endowment assets for expenditures	-	<u>(503,852)</u>
Endowment net assets – December 31, 2019	<u>\$ -</u>	<u>\$ 6,056,668</u>

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
and for the period from September 1, 2018 to December 31, 2018

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#### NOTE 18 – ENDOWMENT (CONTINUED)

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The following is a summary of endowment funds subject to UPMIFA for the period from September 1, 2018 to December 31, 2018:

	Net assets without donor restrictions	Net assets with donor restrictions
Endowment net assets – September 1, 2018	\$ -	\$ 6,222,539
Investment income	-	40,837
Net realized and unrealized loss on investments	-	(591,370)
Contributions	-	18
Appropriations of endowment assets for expenditures	-	(4,331)
Endowment net assets – December 31, 2018	<u>\$ -</u>	<u>\$ 5,667,693</u>

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#### NOTE 19 – CONTINGENCY

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On April 19, 2016, the Melvin S. Cohen Trust F/B/O Minneapolis Federation for Jewish Service (the Trust) and the Cohen-family appointed trustees (the Trustees) brought a lawsuit against the Organization. The lawsuit sought declaratory relief to modify the Cohen Trust to remove the Organization as the beneficiary and supported organization of the Trust, and to transfer 2015 distributions held by the Organization, and future distributions from the Trust, to third parties Donor Trust, Inc. and the National Community Foundation. The Organization denied the allegations of the complaint, moved the lawsuit to federal court, and asserted several counterclaims against the Trust and the Trustees, including claims for breach of fiduciary duty. On December 14, 2017, the District Court entered a summary judgment order in the Organization's favor against the Trustees and on September 28, 2018, the District Court issued an Opinion & Order ruling in favor of the Organization on all trial issues, which included reimbursement by the Trustees of the Organization's litigation expenses including attorney's fees from Trustees' funds outside of the Trust and treatment of Trust gifts from 2015, 2016, and 2017 as unrestricted. The District Court rejected the Trustees' claim that the Organization breached a fiduciary duty to the Trustees. The Trustees appealed the District Court's order, and on September 13, 2019 the Appeals Court issued a final judgement affirming the District Court's Opinion & Order ruling. As of December 31, 2018, the Organization held distributions of \$9,612,505 that were considered contingent upon the outcome of the litigation, which had not been recorded as revenues but as Distributions Held for Others on the consolidated statements of financial position. After the favorable final Appeals Court ruling, the Organization received from the Trustees and from the Organization's insurance carrier reimbursement of litigation costs totaling \$1,611,350 of which \$1,429,669 were for litigation expenses incurred prior to January 1, 2019. The release of the distributions held for others at December 31, 2018 and the recovery of litigation expenses incurred prior to January 1, 2019 have been included in other operating revenue on the consolidated statements of activities for the year ended December 31, 2019.

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
As of December 31, 2019 and 2018 and for the Year Ended December 31, 2019  
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### NOTE 20 – OPERATING LEASES

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The Organization leases office space under a non-cancelable operating lease that has minimum lease obligations. The lease contains provisions for rent increases based primarily on increases in real estate taxes and operating costs incurred by the lessor. Rent expense is charged to operations as incurred except for escalating base rents, which are charged to operations on a straight-line basis over the term of the lease. Total lease expense amounted to \$194,830 and \$64,338 for the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018, respectively.

Future minimum lease payments are as follows:

Year Ending December 31	Amount
2020	\$ 116,746
2021	120,248
2022	123,855
2023	127,571
2024	<u>10,657</u>
Total	<u>\$ 499,077</u>

The Organization leases a portion of the Barry Family Campus space to two unrelated parties. Rental income under these leases totaled \$220,561 and \$71,913 for the year ended December 31, 2019 and for the period from September 1, 2018 to December 31, 2018, respectively. Future lease receipts as of December 31, 2019 are as follows:

Year Ending December 31	Amount
2020	\$ 169,315
2021	123,419
2022	75,254
2023	24,604
2024	25,219
Thereafter	<u>23,646</u>
Total	<u>\$ 441,457</u>

SUPPLEMENTARY INFORMATION

**MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES**

CONSOLIDATING SCHEDULE FOR THE STATEMENT OF FINANCIAL POSITION

As of December 31, 2019

	Federation (Including JCF and JCFCH)	JCBC	Supporting Organizations	Eliminations	Consolidated
<b>ASSETS</b>					
Cash and Cash Equivalents	\$ 12,913,497	\$ 270,435	\$ -	\$ -	\$ 13,183,932
Investments	133,161,223	-	14,519,515	(173,112)	147,507,626
Due from Related Parties	437,408	-	-	(437,408)	-
Pledges Receivable, Net:					
Annual Campaign	1,941,489	-	-	-	1,941,489
Other	514,550	-	-	-	514,550
Loans Receivable, Net	243,248	-	-	-	243,248
Interest Receivable	422,147				422,147
Split-Interest Agreements					
Beneficial Interest in Perpetual Trust	9,375,000	-	-	-	9,375,000
Charitable Gift Annuities	3,094,081	-	-	-	3,094,081
Interest in Charitable Trusts Held by Others	4,130	-	-	-	4,130
Pooled Income Funds Held in Charitable Trusts by Others	83,159	-	-	-	83,159
Receivable from Termed Charitable Trust	304,885	-	-	-	304,885
Property and Equipment, Net of Accumulated Depreciation	145,788	13,729,169	-	-	13,874,957
Other Assets	1,402,023	42,000	-	-	1,444,023
<b>TOTAL ASSETS</b>	<b>\$ 164,042,628</b>	<b>\$ 14,041,604</b>	<b>\$ 14,519,515</b>	<b>\$ (610,520)</b>	<b>\$ 191,993,227</b>
<b>LIABILITIES AND NET ASSETS</b>					
<b>LIABILITIES</b>					
Accounts Payable and Accrued Expenses	\$ 462,134	\$ 30,633	\$ -	\$ (173,112)	\$ 319,655
Allocations and Contributions Payable					
Beneficiary Organizations	2,779,529	-	-	-	2,779,529
Jewish Federations of North America	3,619,256	-	-	-	3,619,256
Leases at Below-Market Rates	-	3,138,418	-	-	3,138,418
Due to Related Parties	-	437,408	-	(437,408)	-
Agency Funds Payable	25,784,449	-	-	-	25,784,449
Other Liabilities	545,313	-	-	-	545,313
Deferred Income Under Pooled Income Agreements	57,530	-	-	-	57,530
Obligations Under Split-Interest Agreements	1,920,581	-	-	-	1,920,581
<b>TOTAL LIABILITIES</b>	<b>35,168,792</b>	<b>3,606,459</b>	<b>-</b>	<b>(610,520)</b>	<b>38,164,731</b>
<b>NET ASSETS</b>					
Without Donor Restrictions	111,741,286	10,435,145	14,519,515	-	136,695,946
With Donor Restrictions	17,132,550	-	-	-	17,132,550
<b>TOTAL NET ASSETS</b>	<b>128,873,836</b>	<b>10,435,145</b>	<b>14,519,515</b>	<b>-</b>	<b>153,828,496</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>\$ 164,042,628</b>	<b>\$ 14,041,604</b>	<b>\$ 14,519,515</b>	<b>\$ (610,520)</b>	<b>\$ 191,993,227</b>

## MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES

### CONSOLIDATING SCHEDULE FOR THE STATEMENT OF FINANCIAL POSITION

As of December 31, 2018

	Federation (Including JCF and JCFCH)	JCBC	Supporting Organizations	Eliminations	Consolidated
<b>ASSETS</b>					
Cash and Cash Equivalents	\$ 2,589,543	\$ -	\$ -	\$ -	\$ 2,589,543
Restricted Cash and Cash Equivalents	9,612,505	-	-	-	9,612,505
Investments	113,789,246	-	11,025,920	(84,876)	124,730,290
Due from Related Parties	-	3,205,729	-	(3,205,729)	-
Pledges Receivable, Net:					
Annual Campaign	1,639,036	-	-	-	1,639,036
Other	654,050	-	-	-	654,050
Loans Receivable, Net	938,489	-	-	-	938,489
Interest Receivable	33,811	-	-	-	33,811
Split-Interest Agreements					
Beneficial Interest in Perpetual Trust	9,375,000	-	-	-	9,375,000
Charitable Gift Annuities	2,798,140	-	-	-	2,798,140
Interest in Charitable Trusts Held by Others	3,734	-	-	-	3,734
Pooled Income Funds	74,983	-	-	-	74,983
Receivable from Termed Charitable Trust	320,119	-	-	-	320,119
Property and Equipment, Net of Accumulated Depreciation	180,335	10,247,136	-	-	10,427,471
Other Assets	1,197,614	5,900	-	-	1,203,514
<b>TOTAL ASSETS</b>	<b>\$ 143,206,605</b>	<b>\$ 13,458,765</b>	<b>\$ 11,025,920</b>	<b>\$ (3,290,605)</b>	<b>\$ 164,400,685</b>
<b>LIABILITIES AND NET ASSETS</b>					
<b>LIABILITIES</b>					
Accounts Payable and Accrued Expenses	\$ 504,586	\$ 13,750	\$ -	\$ (84,876)	\$ 433,460
Line of Credit	491,717	-	-	-	491,717
Allocations and Contributions Payable					
Beneficiary Organizations	3,405,874	-	-	-	3,405,874
Jewish Federations of North America	2,405,598	-	-	-	2,405,598
Leases at Below-Market Rates	-	3,417,657	-	-	3,417,657
Distributions Held for Others	9,612,505	-	-	-	9,612,505
Due to Related Parties	3,205,729	-	-	(3,205,729)	-
Agency Funds Payable	22,928,472	-	-	-	22,928,472
Other Liabilities	311,823	-	-	-	311,823
Deferred Income Under Pooled Income Agreements	52,872	-	-	-	52,872
Obligations Under Split-Interest Agreements	2,040,355	-	-	-	2,040,355
<b>TOTAL LIABILITIES</b>	<b>44,959,531</b>	<b>3,431,407</b>	<b>-</b>	<b>(3,290,605)</b>	<b>45,100,333</b>
<b>NET ASSETS</b>					
Without Donor Restrictions	81,734,395	10,027,358	11,025,920	-	102,787,673
With Donor Restrictions	16,512,679	-	-	-	16,512,679
<b>TOTAL NET ASSETS</b>	<b>98,247,074</b>	<b>10,027,358</b>	<b>11,025,920</b>	<b>-</b>	<b>119,300,352</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>\$ 143,206,605</b>	<b>\$ 13,458,765</b>	<b>\$ 11,025,920</b>	<b>\$ (3,290,605)</b>	<b>\$ 164,400,685</b>

**MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES**

CONSOLIDATING SCHEDULE FOR THE STATEMENT OF ACTIVITIES  
For the Year Ended December 31, 2019

	Federation (including JCF and JCFCH)		JCBC		Supporting Organizations		Consolidated Federation		Total	
	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions		
							Eliminations			
<b>SUPPORT AND REVENUE</b>										
Public Support										
Campaigns, Contributions, and Other	\$ 17,483,558	\$ 652,855	\$ 26,077	\$ -	\$ 74,404	\$ -	\$ (152,077)	\$ 17,431,962	\$ 652,855	\$ 18,084,817
Program and Other Revenue										
Interest and Dividends, Net of Fees	2,677,176	56,722	-	-	297,373	-	-	2,974,549	56,722	3,031,271
Net Realized Gain on Investments	799,121	46,110	-	-	1,338,759	-	-	2,137,880	46,110	2,183,990
Net Unrealized Gain on Investments	11,962,137	784,915	-	-	712,722	-	-	12,674,859	784,915	13,459,774
Change in Value of Split-Interest Agreements	(70,340)	396	-	-	-	-	-	(70,340)	396	(69,944)
Rental Income	-	-	2,560,167	-	-	-	(994,787)	1,565,380	-	1,565,380
Miscellaneous	569,450	-	-	-	-	-	(60,000)	509,450	-	509,450
Other Operating Revenue	13,546,604	-	429,400	-	-	-	-	13,976,004	-	13,976,004
Total Program and Other Revenue	29,484,148	888,143	2,989,567	-	2,348,854	-	(1,054,787)	33,767,782	888,143	34,655,925
Net Assets Released from Restrictions	921,127	(921,127)	-	-	-	-	-	921,127	(921,127)	-
<b>Total Support and Revenue</b>	<b>47,888,833</b>	<b>619,871</b>	<b>3,015,644</b>	<b>-</b>	<b>2,423,258</b>	<b>-</b>	<b>(1,206,864)</b>	<b>52,120,871</b>	<b>619,871</b>	<b>52,740,742</b>
<b>EXPENSE</b>										
Program Services:										
Annual Campaign Allocations	7,043,326	-	-	-	-	-	(1,020,864)	6,022,462	-	6,022,462
Contribution for Leases at Below-Market Rates	-	-	95,751	-	-	-	-	95,751	-	95,751
Community Services	1,257,684	-	2,013,307	-	-	-	-	3,270,991	-	3,270,991
Other Grants and Contributions	5,646,720	-	-	-	834,366	-	(126,000)	6,355,086	-	6,355,086
Total Program Services	13,947,730	-	2,109,058	-	834,366	-	(1,146,864)	15,744,290	-	15,744,290
Supporting Services:										
Management and General:										
Administrative Expense	739,804	-	76,988	-	18,297	-	(60,000)	775,089	-	775,089
Building Administration	563,199	-	421,811	-	-	-	-	985,010	-	985,010
Interest Expense	46,412	-	-	-	-	-	-	46,412	-	46,412
Provision for Uncollectible Pledges and Loans	350,211	-	-	-	-	-	-	350,211	-	350,211
Fundraising	2,234,586	-	-	-	-	-	-	2,234,586	-	2,234,586
Total Supporting Services	3,934,212	-	498,799	-	18,297	-	(60,000)	4,391,308	-	4,391,308
<b>Total Expense</b>	<b>17,881,942</b>	<b>-</b>	<b>2,607,857</b>	<b>-</b>	<b>852,663</b>	<b>-</b>	<b>(1,206,864)</b>	<b>20,135,598</b>	<b>-</b>	<b>20,135,598</b>
<b>EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE</b>	30,006,891	619,871	407,787	-	1,570,595	-	-	31,985,273	619,871	32,605,144
Cumulative Effect of Change in Accounting Principle	-	-	-	-	1,923,000	-	-	1,923,000	-	1,923,000
<b>CHANGE IN NET ASSETS</b>	30,006,891	619,871	407,787	-	3,493,595	-	-	33,908,273	619,871	34,528,144
Net Assets - Beginning of Year	81,734,395	16,512,679	10,027,358	-	11,025,920	-	-	102,787,673	16,512,679	119,300,352
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 111,741,286</b>	<b>\$ 17,132,550</b>	<b>\$ 10,435,145</b>	<b>\$ -</b>	<b>\$ 14,519,515</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 136,695,946</b>	<b>\$ 17,132,550</b>	<b>\$ 153,828,496</b>

**MINNEAPOLIS JEWISH FEDERATION AND SUBSIDIARIES**

CONSOLIDATING SCHEDULE FOR THE STATEMENT OF ACTIVITIES

For the Period from September 1, 2018 to December 31, 2018

	Federation (including JCF and JCFCH)		JCBC		Supporting Organizations		Consolidated Federation		Total	
	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions		
<b>SUPPORT AND REVENUE</b>										
Public Support										
Campaigns, Contributions, and Other	\$ 3,536,343	\$ 65,476	\$ -	\$ -	\$ -	\$ -	\$ (103,500)	\$ 3,432,843	\$ 65,476	\$ 3,498,319
Program and Other Revenue										
Interest and Dividends, Net of Fees	927,010	40,837	-	-	363,021	-	-	1,290,031	40,837	1,330,868
Net Realized Gain on Investments	2,322,641	60,428	-	-	341,853	-	-	2,664,494	60,428	2,724,922
Net Unrealized Loss on Investments	(10,808,838)	(651,798)	-	-	(1,793,920)	-	-	(12,602,758)	(651,798)	(13,254,556)
Change in Value of Split-Interest Agreements	54,035	(853)	-	-	-	-	-	54,035	(853)	53,182
Rental Income	35,366	-	731,736	-	-	-	-	767,102	-	767,102
Miscellaneous	409,364	-	15	-	-	-	(20,000)	389,379	-	389,379
Other Operating Revenue	-	-	6,612,739	-	-	-	-	6,612,739	-	6,612,739
Total Program and Other Revenue	(7,060,422)	(551,386)	7,344,490	-	(1,089,046)	-	(20,000)	(824,978)	(551,386)	(1,376,364)
Net assets released from restrictions	483,666	(483,666)	-	-	-	-	-	483,666	(483,666)	-
<b>Total Support and Revenue</b>	<b>(3,040,413)</b>	<b>(969,576)</b>	<b>7,344,490</b>	<b>-</b>	<b>(1,089,046)</b>	<b>-</b>	<b>(123,500)</b>	<b>3,091,531</b>	<b>(969,576)</b>	<b>2,121,955</b>
<b>EXPENSE</b>										
Program Services:										
Annual Campaign Allocations	2,128,978	-	-	-	-	-	-	2,128,978	-	2,128,978
Contribution for Leases at Below-Market Rates	-	-	31,917	-	-	-	-	31,917	-	31,917
Community Services	707,302	-	599,673	-	-	-	-	1,306,975	-	1,306,975
Other Grants and Contributions	4,796,847	-	-	-	706,158	-	(103,500)	5,399,505	-	5,399,505
Total Program Services	<u>7,633,127</u>	<u>-</u>	<u>631,590</u>	<u>-</u>	<u>706,158</u>	<u>-</u>	<u>(103,500)</u>	<u>8,867,375</u>	<u>-</u>	<u>8,867,375</u>
Supporting Services:										
Management and General:										
Administrative Expense	286,414	-	20,000	-	30,461	-	(20,000)	316,875	-	316,875
Building Administration	73,685	-	28,295	-	-	-	-	101,980	-	101,980
Interest Expense	15,541	-	-	-	-	-	-	15,541	-	15,541
Provision for Uncollectible Pledges and Loans	53,005	-	-	-	-	-	-	53,005	-	53,005
Fundraising	749,451	-	-	-	-	-	-	749,451	-	749,451
Total Supporting Services	<u>1,178,096</u>	<u>-</u>	<u>48,295</u>	<u>-</u>	<u>30,461</u>	<u>-</u>	<u>(20,000)</u>	<u>1,236,852</u>	<u>-</u>	<u>1,236,852</u>
<b>Total Expense</b>	<u>8,811,223</u>	<u>-</u>	<u>679,885</u>	<u>-</u>	<u>736,619</u>	<u>-</u>	<u>(123,500)</u>	<u>10,104,227</u>	<u>-</u>	<u>10,104,227</u>
<b>CHANGE IN NET ASSETS</b>	<b>(11,851,636)</b>	<b>(969,576)</b>	<b>6,664,605</b>	<b>-</b>	<b>(1,825,665)</b>	<b>-</b>	<b>-</b>	<b>(7,012,696)</b>	<b>(969,576)</b>	<b>(7,982,272)</b>
Net Assets - Beginning of Period	93,586,031	17,482,255	3,362,753	-	12,851,585	-	-	109,800,369	17,482,255	127,282,624
<b>NET ASSETS - END OF PERIOD</b>	<u>\$ 81,734,395</u>	<u>\$ 16,512,679</u>	<u>\$ 10,027,358</u>	<u>\$ -</u>	<u>\$ 11,025,920</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 102,787,673</u>	<u>\$ 16,512,679</u>	<u>\$ 119,300,352</u>