Financial Statements and Report of Independent Certified Public Accountants

Archdiocese of Philadelphia Catholic Charities Appeal Fund

June 30, 2014 and 2013

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Report of Independent Certified Public Accountants

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Report on the financial statements

We have audited the accompanying financial statements of the Archdiocese of Philadelphia Catholic Charities Appeal Fund (the "Organization"), which comprise the statements of financial position as of June 30, 2014 and 2013, and the related statements of activities and changes in net assets and cash flows for the years then ended, 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 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 financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these 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 audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Organization's preparation and fair presentation of the 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 Organization'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 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 financial statements referred to above present fairly, in all material respects, the financial position of the Archdiocese of Philadelphia Catholic Charities Appeal Fund as of June 30, 2014 and 2013, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information contained in the Supplemental Schedule of Appeal Fund Allocations for the years ended June 30, 2014 and 2013 is presented for purposes of additional analysis and is not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Philadelphia, Pennsylvania

Grant Thinten LLP

January 21, 2015

STATEMENTS OF FINANCIAL POSITION

June 30,

		2014	_	2013
ASSETS				
Cash	\$	1,108,851	\$	1,490,722
Due from related parties				36,990
Pledges receivable, net of allowance for doubtful accounts of \$102,301				
and \$142,000 at June 30, 2014 and 2013, respectively		271,991		415,541
Investment in the Trustee Account of the Archdiocese of Philadelphia				
for Estates and Trusts		491,476		459,460
Beneficial interest in perpetual trusts		835,480	_	775,724
	dh	2 707 700	4	2 170 /27
Total assets	\$	2,707,798	<u>₽</u>	3,178,437
LIABILITIES AND NET ASSETS				
LIABILITIES				
Due to related parties	\$	13,503	\$	137,412
Charitable gift annuities payable		270,101		280,338
Accrued expenses and other payables		91,666		62,461
Total liabilities	_	375,270		480,211
NET ASSETS				
Unrestricted		1,364,710		1,811,403
Temporarily restricted		132,337		111,098
Permanently restricted		835,481	-	775,725
Total net assets		2,332,528		2,698,226
Total liabilities and net assets	\$	2,707,798	\$	3,178,437

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

Years ended June 30,

2013	Temporarily Permanently restricted restricted Total	100,000 \$ = \$ 8,733,924	100,000 - 8,733,924	4,073 25,175 34,530 13,893 45,710 81,616 (102,150) (38,855) - (2,727) -	13,089 32,030 8,847,715	- 7,795,750 1,210,772 102,790	9,122,847	13,089 32,030 (275,132)	98,009 743,695 2,973,358	
	Te Unrestricted r	\$ 8,633,924 \$	8,633,924	5,282 22,013 141,005	8,802,596	7,795,750 1,210,772 102,790 13,535	9,122,847	(320,251)	2,131,654	
	Total	\$ 9561324	9,561,324	32,061 146,666 	9,712,652	8,575,753 1,324,460 164,609 13,528	10,078,350	(365,698)	2,698,226	
	Permanently restricted		7.	22,603 83,151 (45,998)	59,756	X 1 (0.04	(6)	59,756	775,725	
2014	Temporarily restricted	64	×	4,855 32,519 (1,693) (14,442)	21,239	360 1 6594		21,239	111,098	
	Unrestricted	\$ 9,561,324	9,561,324	4,603 30,996 47,691 (12,957)	9,631,657	8,575,753 1,324,460 164,609 13,528	10,078,350	(446,693)	1,811,403	
		Revenues Contributions	Total revenues	Other support Income from invested funds Net realized and unrealized gains on investments Net assets released from restrictions Change in charitable gift annuities	Total revenues and other support	Expenditures Subsidies Fundraising and administrative expenses Bad debt expense Investment advisory fees	Total expenditures	Change in net assets	Net assets, beginning of the year	

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

Years ended June 30,

	 2014		2013
Cash flows from operating activities			
Change in net assets	\$ (365,698)	\$	(275,132)
Adjustments to reconcile change in net assets to net cash			
used in operating activities			
Bad debt expense	164,609		102,790
Net realized and unrealized gains on investments	(63,515)		(35,906)
Change in due from related parties	36,990		151,032
Change in pledges receivable	(21,059)		(36,793)
Change in other assets	-		15,575
Change in beneficial interest in perpetual trusts	(59,756)		(32,030)
Change in due to related parties	(123,909)		(5,836,886)
Change in accrued expenses and other payables	 56,604		17,669
Net cash used in operating activities	 (375,734)		(5,929,681)
Cash flows from investing activities	w		
Purchase of investments	 (6,137)		(4,969)
Net cash used in investing activities	 (6,137)	_	(4,969)
Net decrease in cash	(381,871)		(5,934,650)
Cash			
Beginning of year	1,490,722	_	7,425,372
End of year	\$ 1,108,851	\$	1,490,722

NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

NOTE A - NATURE OF OPERATIONS

The Catholic Charities Appeal Fund (the "Appeal Fund") is a Pennsylvania non-profit corporation governed by a board of directors. The Appeal Fund conducts the annual solicitation of funds within the parishes of the Archdiocese of Philadelphia to help support the financial needs of many of the social ministry programs of the Archdiocese of Philadelphia ("Archdiocese").

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting, in accordance with accounting principles generally accepted in the United States of America.

2. Financial Statement Presentation

Information regarding the financial position and activities of the Appeal Fund is reported according to three classes of net assets based on the existence or absence of donor-imposed restrictions as follows: unrestricted, temporarily restricted and permanently restricted net assets.

Unrestricted net assets - Net assets that are not subject to donor-imposed restrictions and that may be expendable for any purpose in performing the primary objectives of the Appeal Fund.

Temporarily restricted net assets - Gifts, pledges, and income and appreciation subject to donor-imposed stipulations that may or will be met either by actions of the Appeal Fund and/or through the passage of time. As the restrictions are satisfied, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the accompanying financial statements as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted contributions.

Permanently restricted net assets - Gifts, pledges, and income and appreciation subject to donor-imposed stipulations that require that the amounts contributed be invested in perpetuity. In the absence of donor-imposed restrictions on the use of the income generated by permanently restricted net assets, income and gains generated from such contributions are available for the general operations.

3. Cash and Cash Equivalents

The Appeal Fund considers all unrestricted highly liquid investments with an original maturity of three months or less, and that are not held as components of its respective investment portfolio, to be cash equivalents. At June 30, 2014, the Appeal Fund has cash balances on deposit with a financial institution that exceeds the balance insured by the Federal Deposit Insurance Corporation of \$250,000 by \$858,851.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

4. Pledges and Contributions

Unconditional promises to give (pledges) are recorded as receivables and revenues at fair value within the appropriate net asset category at the date the promise is received. Donor-restricted gifts that are received and either spent or deemed spent within the same year are reported as unrestricted revenues and expenses. All pledges are considered due in one year. The Appeal Fund is not the recipient of any conditional pledges.

5. Allowance for Doubtful Accounts

The Appeal Fund provides for an allowance for doubtful accounts when information available indicates that it is probable that a receivable has been impaired. The allowance for doubtful accounts is provided based upon management's judgments including such factors as prior collection history and the passage of time relative to the campaign. The amount of expected impairment is based on management's best estimate. Pledges receivable are written off on a specific identification basis.

6. Subsidies

The Appeal Fund recognizes expenditures relating to commitments and grants in the statements of activities and changes in net assets when such funds are made available to the grantee, or when specific grants are recommended by the Board of Directors and approved by the Archbishop of Philadelphia.

7. Investment in the Trustee Account of the Archdiocese of Philadelphia for Estates and Trusts ("Trustee Account")

The investment in the Trustee Account is reported at fair value. The investment in the Trustee Account held by the Appeal Fund does not have a readily determinable fair value, and as such, the Appeal Fund has elected to use the net asset value (the "NAV") per share as calculated on the reporting entity's measurement date as the fair value of the investment, based on the NAV of the investment as a practical expedient.

Realized gains and losses at the manager level are spread to the participant accounts monthly. Gains and losses created at the participant level due to unit sales are recorded in the specific participant accounts. Unrealized gains and losses are included in the statements of activities and changes in net assets as net appreciation or depreciation in the fair value of investments.

8. Beneficial Interest in Perpetual Trusts

The Archdiocese is the sole beneficiary of the income of individual trusts held in perpetuity that were established by third parties. The supporting charitable trusts require the income to be paid to the Appeal Fund. The beneficial interest in the supporting charitable trusts is recorded at the fair value of the assets.

The underlying investments of the beneficial interest in the supporting charitable trusts consist of government obligations, mutual funds, and equity securities. The Appeal Fund receives statements from each of the trustees, which detail the fair value of each investment in the supporting charitable trusts.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

9. Charitable Gift Annuities Payable

The Appeal Fund enters into charitable gift annuity arrangements, whereby the assets are held by the Archdiocese of Philadelphia Non-Pension Assets Portfolio ("NPAP") and are recorded at fair value when received. The assets are included in the investments in the NPAP as of June 30, 2014 and 2013. Periodic annuity payments are made to the donor or their beneficiaries until death. Upon receipt of the assets, a liability is recorded at the present value of the estimated future payments to be distributed over the donor's and/or other beneficiaries' expected life, based on the GAM-2000 Mortality Tables and discount rates set when the annuity agreement is established, which range between 2.00% and 4.51%. The annuity agreement stipulates that the Appeal Fund has unrestricted and unencumbered assets in the form of cash, cash equivalents, or publicly traded securities of at least \$100,000 plus one-half of the principal value of any annuities issued by the Archdiocese and now in effect. The Appeal Fund's unrestricted net assets at June 30, 2014 and 2013 total \$1,364,710 and \$1,811,403, respectively, which exceeds the agreement stipulation.

10. Income Tax Status

The Appeal Fund is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code through its inclusion in the United States Conference of Catholic Bishops ("USCCB") group ruling and listing in the Official Catholic Directory. Accordingly, the Appeal Fund qualifies for the charitable contribution deduction.

The Appeal Fund follows the accounting guidance for uncertainties in income tax positions which requires that a tax position be recognized or not recognized based on a "more likely than not" threshold. This applies to positions taken or expected to be taken in a tax return. The Appeal Fund does not believe its financial statements include any material uncertain tax positions. The Appeal Fund is no longer subject to U.S. federal and state tax examinations for years prior to the year ended June 30, 2011.

11. Risks and Uncertainties

The Appeal Fund's financial instruments that are exposed to concentrations of credit risk consist primarily of cash and cash equivalents and investments. Cash and cash equivalents are held in a high-quality financial institution. Investments are pooled with the NPAP. Due to the level of risk associated with investments, it is at least reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect the amounts reported in the statements of financial position.

12. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make significant estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts or revenue and expenses during the reporting period. These significant estimates include the fair values of investments, allowance for doubtful accounts and assumptions related to annuities payable. Actual results could differ from these estimates.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE C - INVESTMENT IN THE TRUSTEE ACCOUNT OF THE ARCHDIOCESE OF PHILADELPHIA FOR ESTATES AND TRUSTS

The total investments of the Appeal Fund at June 30, 2014 and 2013 are detailed as follows:

	2014	2013
Investment in the Trustee Account	\$491,476	\$ 459,460
Total investments	\$ <u>491,476</u>	\$459,460

Investment in the Trustee Account

The investment in the Trustee Account consists of investments in the NPAP. For administrative and other needs, the Archdiocese formed the NPAP to pool together certain investments in order to more efficiently manage the investments of various entities and related organizations within the Archdiocese. The investments in the NPAP are held by a custodian and are managed based on sub-accounts as follows:

Equity Sub-Account (or "fund") - Invests in common stocks and is managed by multiple investment managers.

Fixed Income Sub-Account (or 'fund') - Invests in mutual funds, corporate obligations, United States Treasury obligations and municipal obligations and is managed by multiple investment managers.

Liquidity Sub-Account (or 'fund') - Investments are liquid in nature and are used to buy and sell units of the equity and fixed income funds or for expected short-term needs.

The Trustee Account is unitized on a periodic basis to allow for the investment, at unit value, by entities in the NPAP. The Appeal Fund's investment in the Trustee Account is stated at unit value.

The Investment Committee of the Archdiocese of Philadelphia has primary responsibility for determining the asset investment allocations to be used. The Management of the Archdiocese of Philadelphia is responsible for ensuring that asset investment allocations among the funds are maintained as determined by the Investment Committee of the Archdiocese of Philadelphia.

NOTE D - FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, Fair Value Measurements and Disclosures, establishes a single authoritative definition of fair value, sets a framework for measuring fair value, and requires additional disclosures about fair value measurements. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

Level 1 Quoted prices in active markets for identical assets or liabilities as of the measurement date.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE D - FAIR VALUE MEASUREMENTS - Continued

- Level 2 Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the same term of the assets or liabilities.
- Level 3 Inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Fair value calculations may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Appeal Fund believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Fair value measurements of investments in entities that calculate NAV per share or its equivalent as of June 30, 2014 and 2013 are as follows:

	F	air value		funded nitments	Redemption frequency	Redemption notice period
Investment in the Trustee Account (a)	dh	401 477	dh:		طمئات	1 day
June 30, 2014	*	491,476	10	-	daily	
June 30, 2013	\$	459,460	\$	-	daily	1 day

(a) A pooled investment portfolio comprised of equity and fixed income securities. The primary objective of the Trustee Account is preservation of capital while reducing, to the greatest extent possible, the possibility of loss. The investment strategy and long-term asset allocation for the Trustee Account take into consideration the specific spending requirements and the present and future needs of the Archdiocese and its respective participating Ecclesiastical Organizations. Therefore, the desired minimum rate of return is equal to the Consumer Price Index ("CPI"), plus three percent (3%) on an annualized basis. The fair values are estimated using the NAV per share of the investments.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE D - FAIR VALUE MEASUREMENTS - Continued

The following table presents the fair values of the investments held by the Appeal Fund by level within the fair value hierarchy, as of June 30, 2014 and 2013:

Quoted prices in active markets (Level 1)	Significant other observable inputs (Level 2)	Significant inputs supported by little or no market activity (Level 3)	Total fair value
\$	\$ 491,476	\$ - 835,480	\$ 491,476 835,480
\$	\$ 491,476	\$ 835,480	\$1,326,956
\$ -	\$ 459,460	\$ -	\$ 459,460
\$	\$ 459,460		775,724 \$ 1,235,184
	in active markets (Level 1)	Quoted prices in active observable inputs (Level 1) (Level 2) \$ - \$ 491,476 \$ \$ 491,476 \$ \$ 491,476	Quoted prices in active markets (Level 1) Significant other observable inputs (Level 2) inputs market activity (Level 3) \$ 491,476 \$ 835,480 \$ 491,476 \$ 835,480 \$ 491,476 \$ 835,480

The following table present assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the years ended June 30, 2014 and 2013:

	 Beneficial interest in perpetual trusts					
	 2014 201		2013			
Beginning balance Gains Losses	\$ 775,724 105,753 (45,997)	\$	743,695 70,884 (38,855)			
Total investments	\$ 835,480	\$	775,724			

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE E - FUNCTIONAL EXPENSES

The following table summarizes program and supporting expenses for the years ended June 30:

	2014	2013
Program expenses Supporting expenses	\$ 8,575,753 	\$ 7,795,750
Total expenditures	\$10,078,350	\$ <u>9,122,847</u>

NOTE F - RELATED PARTY TRANSACTIONS

Certain members of the Board of Directors for the Appeal Fund serve as board members of other Archdiocesan entities.

The Archdiocese provides administrative services for the Appeal Fund. Effective July 1, 2012, the Office for Financial Services, Archdiocese of Philadelphia ("OFS") and the Appeal Fund entered into a services agreement whereby OFS is to provide certain administrative and management services for a flat fee of \$1,100,000. This expense is included in fundraising and administrative expenses for the year ended June 30, 2013 in the statement of activities and changes in net assets.

Effective July 1, 2013, the Catholic Foundation of Greater Philadelphia ("CFGP") was formed to manage charitable fundraising for the Archdiocese. These efforts were previously managed by the Office for Stewardship and Development, a department within OFS. The entire Office for Stewardship and Development was transitioned to the CFGP during the fiscal year ended June 30, 2014. The services agreement, previously between the Appeal Fund and OFS, to provide certain administrative and management services, was also transitioned to CFGP during the fiscal year ended June 30, 2014.

The Appeal Fund provides subsidies to certain Archdiocesan entities. The amounts of subsidies provided by the Appeal Fund were \$8,575,753 and \$7,795,750 for the years ended June 30, 2014 and 2013, respectively.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2014 and 2013

NOTE F - RELATED PARTY TRANSACTIONS - Continued

The amounts due from and to related parties are comprised of the following at June 30:

	2014	2013
Due from related parties		
Stewards of Saint John Neumann	\$	\$ 17,500
OFS		18,949
Other	-	541
Total due from related parties	\$	\$36,990
Due to related parties		
OFS	\$ 10	0,641 \$
Catholic Social Services		- 137,272
Heritage of Faith ~ Vision of Hope		2,786
Saint Charles Borromeo Seminary		76 -
Secretariat for Evangelization		140
Total due to related parties	\$13	3,503 \$ 137,412

NOTE G - SUBSEQUENT EVENTS

FASB ASC 855, Subsequent Events, establishes the principles and requirements for evaluating and reporting subsequent events, including: the period subject to evaluation for subsequent events; the circumstances requiring recognition of subsequent events in the financial statements; and the required disclosures. The Appeal Fund evaluated events subsequent to June 30, 2014 and through January 21, 2015, the date the financial statements were available to be issued. The Appeal Fund is not aware of any subsequent event that would require recognition or disclosure in the financial statements.

SUPPLEMENTAL INFORMATION

SUPPLEMENTAL SCHEDULE OF APPEAL FUND ALLOCATIONS

Years ended June 30,

	2014	2013
Catholic Social Services	\$ 3,966,722	\$ 4,382,754
Schools for Special Education	1,380,998	1,177,938
Interparochial Parish Cooperative Commission	832,095	499,209
Sick and Retired Priests	720,638	763,692
Cultural Ministries	480,722	474,194
Life, Family and Laity	417,388	249,604
Nutritional Development Services	505,611	N27
Archbishop's Christmas Benefit for Children	271,579	248,359
	\$ 8,575,753	\$ 7,795,750