Financial Statements and Report of Independent Certified Public Accountants

Archdiocese of Philadelphia Catholic Charities Appeal Fund

June 30, 2016 and 2015

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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 "Appeal Fund"), which comprise the statements of financial position as of June 30, 2016 and 2015, 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 Appeal Fund'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 Appeal Fund'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, 2016 and 2015, 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, 2016 and 2015 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 Thornton LLP

February 3, 2017

# STATEMENTS OF FINANCIAL POSITION

June 30,

	2016	2015
ASSETS		
Cash	\$ 1,703,447	\$ 1,576,568
Due from related parties	-	311,364
Pledges receivable, net of allowance for doubtful accounts of		
\$101,893 and \$130,286 at June 30, 2016 and 2015, respectively	381,297	265,930
Investment in SEI Catholic Value Funds	420,219	462,048
Beneficial interest in perpetual trusts	744,742	812,975
Total assets	<u>\$ 3,249,705</u>	\$ 3,428,885
LIABILITIES AND NET ASSETS		
LIABILITIES		
Due to related parties	\$ -	\$ 35,000
Charitable gift annuities payable	248,578	259,234
Accrued expenses and other payables	53,495	
Total liabilities	302,073	294,234
NET ASSETS		
Unrestricted	2,096,518	2,198,962
Temporarily restricted	106,372	122,714
Permanently restricted	744,742	812,975
Total net assets	2,947,632	3,134,651
Total liabilities and net assets	\$ 3,249,705	\$ 3,428,885

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

# STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

Years ended June 30,

	<u> </u>	20	16		2015			
	Unrestricted	Temporarily restricted	Permanently restricted	Total	Unrestricted	Temporarily restricted	Permanently restricted	Total
Revenues								
Contributions	\$ 10,686,760	\$ -	\$ -	\$ 10,686,760	\$ 10,852,315	\$ -	\$ -	\$ 10,852,315
Total revenues	10,686,760			10,686,760	10,852,315			10,852,315
Other support								
Income from invested funds	2,999	3,089	29,428	35,516	4,012	4,259	30,854	39,125
Net realized and unrealized appreciation (depreciation)								
on investments	(4,101)	(5,042)	(45,393)	(54,536)	1,165	1,262	1,387	3,814
Net assets released from restrictions	52,716	(448)	(52,268)	-	56,113	(1,366)	(54,747)	-
Change in charitable gift annuities	(13,038)	(13,941)		(26,979)	(12,990)	(13,778)		(26,768)
Total revenues and other support	10,725,336	(16,342)	(68,233)	10,640,761	10,900,615	(9,623)	(22,506)	10,868,486
Expenditures								
Subsidies	8,766,758	-	-	8,766,758	8,438,341	-	-	8,438,341
Fundraising and administrative expenses	1,988,673	-	-	1,988,673	1,586,526	-	-	1,586,526
Bad debt expense	61,805	-	-	61,805	27,985	-	-	27,985
Investment advisory fees	10,544			10,544	13,511			13,511
Total expenditures	10,827,780			10,827,780	10,066,363			10,066,363
Change in net assets	(102,444)	(16,342)	(68,233)	(187,019)	834,252	(9,623)	(22,506)	802,123
Net assets, beginning of year	2,198,962	122,714	812,975	3,134,651	1,364,710	132,337	835,481	2,332,528
Net assets, end of year	\$ 2,096,518	\$ 106,372	\$ 744,742	\$ 2,947,632	\$ 2,198,962	\$ 122,714	\$ 812,975	\$ 3,134,651

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

# STATEMENTS OF CASH FLOWS

Years ended June 30,

		2016		2015
Cash flows from operating activities				
Change in net assets	\$	(187,019)	\$	802,123
Adjustments to reconcile change in net assets to net cash				
provided by operating activities				
Bad debt expense		61,805		27,985
Net realized and unrealized losses (gains) on investments		9,143		(2,427)
Change in due from related parties		311,364		(311,364)
Change in pledges receivable		(177,172)		(21,921)
Change in beneficial interest in perpetual trusts		68,233		22,505
Change in due to related parties		(35,000)		21,497
Change in accrued expenses and other payables		80,474		(64,899)
Net cash provided by operating activities		131,828		473,499
Cash flows from investing activities				
Purchase of investments		(6,088)		(457,358)
Proceeds from sale of investments		1,139		451,576
Net cash used in investing activities		(4,949)	_	(5,782)
Net increase in cash		126,879		467,717
Cash				
Beginning of year		1,576,568	_	1,108,851
End of year	<u>\$</u> 1	1,703,447	\$	1,576,568

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

#### NOTES TO FINANCIAL STATEMENTS

June 30, 2016 and 2015

#### NOTE A - NATURE OF OPERATIONS

The Catholic Charities Appeal Fund (the "Appeal Fund") is a Pennsylvania nonprofit 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 ("U.S. GAAP").

# 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. Temporarily restricted net assets consist of charitable gift annuities.

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. Permanently restricted net assets consist of interests in perpetual trusts.

# 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, 2016, the Appeal Fund has cash balances on deposit with a financial institution that exceed the balance insured by the Federal Deposit Insurance Corporation of \$250,000 by \$1,453,447. The Appeal Fund has not experienced any losses in such accounts.

#### NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### 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. Investments

On April 30, 2015, various funds previously held in the Non-Pension Asset Portfolio ("NPAP") were liquidated and re-invested with a newly hired investment company, SEI, a provider of institutional asset management services. SEI created two publicly traded Catholic Values mutual funds: the Catholic Values Equity Fund and the Catholic Values Fixed Income Fund ("Catholic Values Funds"), which provide Catholic institutions with high-quality investment products that align with their core values, without sacrificing diversification or return potential. Specifically, the Catholic Values Funds align with the investment directives set forth by the United States Conference of Catholic Bishops ("USCCB"). The Archdiocese appointed SEI Private Trust Company to act as custodian (the "Custodian") of the investments, which consist of certain cash and securities and are more fully described in Note C. Investment allocation decisions are the responsibility of the applicable Archdiocesan entity's board or finance council.

Investments are reported at fair value. Realized gains and losses are reported to the participating entities monthly. Gains and losses realized by the participating entities as a result of sales are recorded in their specific 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.

#### NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

# 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.

# 9. Charitable Gift Annuities Payable

The Appeal Fund enters into charitable gift annuity arrangements, whereby the assets are included in the investments in the Catholic Values Funds described above at June 30, 2016 and 2015. 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, 2016 and 2015 totaled \$2,096,518 and \$2,198,962, 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 USCCB group ruling and listing in the Official Catholic Directory. Accordingly, donations to the Appeal Fund qualify 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, 2013.

# 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. The Appeal Fund has various investment securities invested in SEI Catholic Values Funds. These securities are exposed to various risks such as interest rate, market and credit. 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.

#### NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

# 12. Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP 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.

#### 13. Reclassifications

Certain reclassifications have been made to the presentation in the current year financial statements. These reclassifications had no impact on total assets, total liabilities or net assets.

#### NOTE C - INVESTMENTS

The total investments of the Appeal Fund at June 30, 2016 and 2015 are detailed as follows:

	2016	2015
Investment in SEI Catholic Values Funds	\$420,219	9 \$ 462,048
Total investments	\$420,219	9 \$ 462,048

#### Investment in SEI Catholic Values Funds

Investments held at SEI are reported at fair value and consist of the following:

Catholic Values Equity Fund (or "equity fund") - Invests in common stocks and is managed by SEI. The equity fund is valued at the closing price of the traded fund.

Catholic Values Fixed Income Fund (or "fixed income fund") - Invests in mutual funds, corporate obligations, United States Treasury obligations and municipal obligations and is managed by SEI. The fixed income fund is valued at the closing price of the traded fund.

Cash Plus (or "fund") - Investments are liquid in nature and invested in short-duration U.S. government bonds.

Through April 30, 2015, 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.

#### NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### NOTE C - INVESTMENTS - Continued

The investments in the NPAP were held by a custodian and were managed based on sub-accounts as follows:

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

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

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

The Trustee Account was 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 had primary responsibility for determining the asset investment allocations to be used. The management of the Archdiocese was responsible for ensuring that asset investment allocations among the funds were maintained as determined by the Investment Committee of the Archdiocese.

#### 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.
- 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.

# NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

# 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, 2016:

	oted prices in active markets Level 1)		Significant other observable inputs (Level 2)	su <sub>j</sub> li ma	ignificant inputs pported by attle or no rket activity (Level 3)		Total fair value
Assets							
Investments:							
Investment in SEI Catholic Values							
Funds	\$ 420,219	\$	-	\$	-	\$	420,219
Beneficial interest in perpetual trusts	 	_			744,742	_	744,742
Total assets at June 30, 2016	\$ 420,219	\$		\$	744,742	\$_	1,164,961

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, 2015:

	noted prices in active markets (Level 1)		Significant other observable inputs (Level 2)	su li ma	ignificant inputs pported by ittle or no rket activity (Level 3)	_	Total fair value
Assets							
Investments:							
Investment in SEI Catholic Values							
Funds	\$ 462,048	\$	-	\$	-	\$	462,048
Beneficial interest in perpetual trusts	 	_			812,975	_	812,975
Total assets at June 30, 2015	\$ 462,048	\$_		\$	812,975	\$_	1,275,023

#### NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### NOTE D - FAIR VALUE MEASUREMENTS - Continued

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, 2016 and 2015:

		Beneficial interest in perpetual trusts				
		2016		2015		
Beginning balance	\$	812,975	\$	835,480		
Gains		29,428		32,243		
Losses	<u> </u>	(55,821)	_	(11,956)		
Net Activity		(26,393)		20,287		
Distributions from trusts	_	(41,840)	_	(42,792)		
Total investments	\$	744,742	\$	812,975		

#### NOTE E - FUNCTIONAL EXPENSES

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

	_	2016		2015
Program expenses Supporting expenses	\$	8,766,758 2,061,022	\$	8,438,341 1,628,022
Total expenditures	\$_	10,827,780	\$_	10,066,363

#### NOTE F - RELATED PARTY TRANSACTIONS

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

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 the Archdiocese of Philadelphia - Office for Financial Services ("OFS"). The entire Office for Stewardship and Development was transitioned to the CFGP during the fiscal year ended June 30, 2014. The administrative 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. This expense totaled approximately \$1,421,000 and \$1,400,000 for the years ended June 30, 2016 and 2015, respectively. During the year ended June 30, 2016, the Appeal Fund incurred an additional \$410,000 of one-time mailing expenses from CFGP for additional work performed outside the scope of the administrative and management services contract.

# NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

#### NOTE F - RELATED PARTY TRANSACTIONS - Continued

The Appeal Fund provides subsidies to certain Archdiocesan entities. The amounts of subsidies provided by the Appeal Fund were \$8,766,758 and \$8,438,341 for the years ended June 30, 2016 and 2015, respectively.

The amounts due from and to related parties are comprised of the following at June 30, 2015:

Due from related parties		
Catholic Social Services	\$	311,364
Total due from related parties	\$	311,364
Due to related parties	Ф	25,000
Saint Charles Borromeo Seminary	\$	35,000
Total due to related parties	\$	35,000

# 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, 2016 and through February 3, 2017, 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 SCHEDULE OF APPEAL FUND ALLOCATIONS

# Years ended June 30,

	2016	2015
Catholic Social Services	\$ 4,201,189	\$ 4,073,115
Schools for Special Education	1,113,581	964,405
Interparochial Parish Cooperative Commission	875,248	834,131
Sick and Retired Priests	787,722	759,356
Cultural Ministries	525,148	500,505
Life, Family and Laity	437,623	418,315
Nutritional Development Services	421,854	339,552
Archbishop's Christmas Benefit for Children	396,982	311,302
Apostolic Impact Fund	7,411	237,660
	\$ 8,766,758	\$ 8,438,341