# **Central Susquehanna Community Foundation**

**Financial Statements** 

Years Ended December 31, 2018 and 2017 with Independent Auditor's Reports



### YEARS ENDED DECEMBER 31, 2018 AND 2017

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#### **Independent Auditor's Report**

Board of Directors Central Susquehanna Community Foundation

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of the Central Susquehanna Community Foundation (Foundation),

which comprise the statements of financial position as of December 31, 2018 and 2017, and the related statements of activities, functional expenses, 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits 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 entity'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 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 financial statements.

Board of Directors Central Susquehanna Community Foundation Independent Auditor's Report Page 2 of 2

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 Foundation as of December 31, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Change in Accounting Principle**

As described in Note 1 to the financial statements, the Foundation adopted Accounting Standards Update 2016-14, "Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities," which requires not-for-profit entities to use the placed-in-service approach for contributions related to long-lived assets, changes how a nonprofit organization classifies net assets, and provides information in its financial statements and notes about its financial performance, cash flow, and liquidity, among other requirements. Our opinion is not modified with respect to this matter.

#### Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated July 31, 2019, on our consideration of the Foundation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Foundation's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Foundation's internal control over financial reporting and compliance.

Maher Duessel

Harrisburg, Pennsylvania July 31, 2019

### STATEMENTS OF FINANCIAL POSITION

### DECEMBER 31, 2018 AND 2017

	2018	2017	
		(restated)	
Assets			
Current assets:			
Cash and cash equivalents	\$ 1,045,400	\$ 929,971	
Pledges receivable	48,825	60,275	
Accrued interest receivable	61,572	6,950	
Prepaid expense	30	35	
Total current assets	1,155,827	997,231	
Noncurrent assets:			
Land, buildings, and equipment:			
Land	95,324	95,324	
Land improvements	224,502	224,502	
Building and building improvements	1,417,493	1,417,493	
Furniture and fixtures	67,211	67,211	
Equipment	31,424	31,424	
Less: accumulated depreciation	(536,969)	(493,737)	
Land, buildings, and equipment, net	1,298,985	1,342,217	
Investments	47,974,653	51,784,003	
Beneficial interest in charitable remainder			
trust	11,051	11,884	
Beneficial interest in perpetual trusts held			
by others	301,421	342,863	
Total noncurrent assets	49,586,110	53,480,967	
Total Assets	\$ 50,741,937	\$ 54,478,198	
		(Continued)	

Liabilities and Net Assets	2018	2017 (restated)	
Liabilities:			
Current liabilities:			
Accounts payable	\$ 30,743	\$ 11,009	
	3 30,743		
Accrued expenses	-	13,850	
Grants payable	556,339	711,097	
Total current liabilities	587,082	735,956	
Noncurrent liabilities:			
Funds held as agency endowments	11,763,661	11,884,256	
Total noncurrent liabilities	11,763,661	11,884,256	
Total Liabilities	12,350,743	12,620,212	
Net Assets:			
Without donor restrictions	38,078,722	41,503,239	
With donor restrictions	312,472	354,747	
Total Net Assets	38,391,194	41,857,986	
<b>Total Liabilities and Net Assets</b>	\$ 50,741,937	\$ 54,478,198	
		(Concluded)	

### STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2018

	Without Donor	With Donor	
	Restrictions	Restrictions	Total
Revenues and Other Support:			
Contributions	\$ 1,520,213	\$ -	\$ 1,520,213
Grant revenue	620,524	-	620,524
Medical Assistance revenue	179,458	-	179,458
Trust income	18,446	-	18,446
Investment return, net	(2,598,074)	-	(2,598,074)
Change in value of charitable			
remainder trust	-	(833)	(833)
Loss on beneficial interest in			
perpetual trusts held by others	-	(41,442)	(41,442)
Gain on cancellation of grants	151	-	151
Other income	164,491		164,491
Total revenues and other support	(94,791)	(42,275)	(137,066)
Expenses:			
Program	2,671,687	-	2,671,687
Development	247,702	-	247,702
Administrative	410,337		410,337
Total expenses	3,329,726		3,329,726
Change in Net Assets	(3,424,517)	(42,275)	(3,466,792)
Net Assets:			
Beginning of year	41,503,239	354,747	41,857,986
End of year	\$ 38,078,722	\$ 312,472	\$ 38,391,194

### STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2017

	Without Donor		W	With Donor		
	Restrictions		Re	strictions	Total	
	(r	estated)	(restated)		(restated)	
Revenues and Other Support:						
Contributions	\$	837,585	\$	-	\$	837,585
Grant revenue		592,324		-		592,324
Medical Assistance revenue		99,869		-		99,869
Trust income		18,336		-		18,336
Investment return, net		5,655,358		-		5,655,358
Change in value of charitable						
remainder trust		-		(410)		(410)
Gain on beneficial interest in						
perpetual trusts held by others		-		17,391		17,391
Gain on cancellation of grants		55,118		-		55,118
Other income		152,118				152,118
Total revenues and other support		7,410,708		16,981		7,427,689
Expenses:						
Program		2,926,363		-		2,926,363
Development		246,856		-		246,856
Administrative		391,275				391,275
Total expenses		3,564,494				3,564,494
Change in Net Assets		3,846,214		16,981		3,863,195
Net Assets:						
Beginning of year - restated	3	7,657,025		337,766	3	37,994,791
End of year	\$ 4	1,503,239	\$	354,747	\$ 4	1,857,986

### STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2018

	Program	Development	Administrative	<u> </u>	
Expenses:					
Board development	\$ 975	\$ 922	\$ 1,826	\$ 3,723	
Community events	10,619	10,039	19,888	40,546	
Dues and subscriptions	3,262	3,084	6,108	12,454	
Employee benefits	35,533	46,643	70,779	152,955	
Grants approved	2,410,351	-	-	2,410,351	
Special projects	68,676	20,795	-	89,471	
Insurance	4,827	4,564	9,041	18,432	
Marketing expense	10,604	10,025	19,859	40,488	
Meeting supplies	848	801	1,588	3,237	
Miscellaneous	1,638	1,548	3,067	6,253	
Office expenses	3,526	3,333	6,604	13,463	
Printing	148	140	279	567	
Professional fees	7,341	6,940	13,749	28,030	
Repairs and maintenance	11,443	10,818	21,431	43,692	
Salaries and wages	86,365	113,367	172,029	371,761	
Telephone	1,630	1,541	3,054	6,225	
Utilities	2,579	2,438	4,829	9,846	
Workers' compensation claim	-	-	35,000	35,000	
Depreciation expense	11,322	10,704	21,206	43,232	
Total expenses	\$ 2,671,687	\$ 247,702	\$ 410,337	\$ 3,329,726	

### STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2017

	Program	Development	Administrative	Total	
	(restated)	(restated)	(restated)	(restated)	
Expenses:					
Board development	\$ 1,249	\$ 1,181	\$ 2,339	\$ 4,769	
Community events	10,623	10,043	19,894	40,560	
Dues and subscriptions	2,489	2,353	4,662	9,504	
Employee benefits	32,685	42,943	65,547	141,175	
Grants approved	2,551,349	-	-	2,551,349	
Special projects	187,645	27,029	-	214,674	
Insurance	4,557	4,309	8,535	17,401	
Interest expense	1,176	1,112	2,203	4,491	
Marketing expense	8,764	8,286	16,415	33,465	
Meeting supplies	817	773	1,531	3,121	
Miscellaneous	2,468	2,333	4,623	9,424	
Office expenses	3,695	3,494	6,921	14,110	
Printing	362	342	677	1,381	
Professional fees	8,435	7,975	15,796	32,206	
Repairs and maintenance	11,238	10,625	21,048	42,911	
Salaries and wages	83,164	109,264	166,779	359,207	
Telephone	1,992	1,884	3,731	7,607	
Utilities	2,333	2,205	4,369	8,907	
Workers' compensation claim	-	-	25,000	25,000	
Depreciation expense	11,322	10,705	21,205	43,232	
Total expenses	\$ 2,926,363	\$ 246,856	\$ 391,275	\$ 3,564,494	

### STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2018 AND 2017

	2018		2017	
				(restated)
Cash Flows From Operating Activities:				
Change in net assets	\$	(3,466,792)	\$	3,863,195
Adjustments to reconcile change in net assets to net cash				
provided by (used in) operating activities:				
Net realized and unrealized (gain) loss on investments		4,543,962		(6,543,724)
Net change in beneficial interest in charitable remainder trust		833		410
(Gain) loss on beneficial interest in perpetual trusts held				
by others		41,442		(17,391)
Gain on cancellation of grants		(151)		(55,118)
Depreciation expense		43,232		43,232
Donated stock		(41,246)		(54,103)
Donated property		-		153,496
(Increase) decrease in:				
Pledges receivable		11,450		(31,355)
Other receivable		-		29
Accrued interest receivable		(54,622)		2,201
Prepaid expenses		5		(35)
Increase (decrease) in:				
Accounts payable		19,734		(11,459)
Accrued expenses		(13,850)		(2,796)
Grants payable		(154,607)		(268,623)
Funds held as agency endowments		(120,595)		1,857,122
Net cash provided by (used in) operating activities		808,795		(1,064,919)
Cash Flows From Investing Activities:				
Proceeds from the sale of investments		17,867,266		27,659,225
Purchases of investments		(18,560,632)		(25,709,506)
Net cash provided by (used in) investing activities		(693,366)		1,949,719
Cash Flows From Financing Activities:				
Repayments on note payable		_		(323,526)
Net cash used in financing activities				(323,526)
Net Increase in Cash and Cash Equivalents		115,429		561,274
Cash and Cash Equivalents:				
Beginning of year		929,971		368,697
End of year	\$	1,045,400	\$	929,971

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

### 1. Nature of Operations and Summary of Significant Accounting Policies

#### A. Nature of Operations

The Central Susquehanna Community Foundation (Foundation) was organized in March 1999 as the Berwick Health and Wellness Foundation with the proceeds from the sale of the Berwick Hospital. The Foundation's mission was to improve the health and welfare of the Berwick area community.

During 2003, the Foundation changed its name to reflect a greater mission and area to be served. The Foundation now serves Columbia, Montour, Union, Snyder, Northumberland, and Lower-Luzerne Counties in Pennsylvania and encourages philanthropy to benefit the charities and communities within this region to improve the quality of life of the residents of these communities. The Foundation's support comes primarily from contributions and investment income. The original Berwick Health and Wellness Fund is reserved for promoting health and wellness in the Berwick area community, comprising boroughs and townships in eastern Columbia County and western Luzerne County.

The Foundation administers 89 agency endowment funds and 171 other charitable endowment funds; each established with an instrument of gift describing either the general or specific purposes for which the grants are to be made.

The Foundation is a nonprofit organization, as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from federal and state income taxes. In addition, the Foundation qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization other than a private foundation.

Further, the Foundation annually files a Form 990.

#### B. Basis of Accounting

The Foundation prepares its financial statements on the accrual basis of accounting. Under this method, revenues are recorded when earned and expenses are recorded when liabilities are incurred.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### C. Statements of Cash Flows

For the purpose of the statements of cash flows, the Foundation considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

The net realized and unrealized gain (loss) on investments presented in the statements of cash flows for the years ended December 31, 2018 and 2017 is reported in the financial statements as follows:

	2018	2017
Net realized and unrealized gain (loss) on investments Attributable to assets held in agency endowment	\$ (3,450,526)	\$ 5,074,950
funds	(1,093,436)	1,468,774
	\$ (4,543,962)	\$ 6,543,724

#### D. Investments

#### **Fair Value Measurements**

The Foundation records its investments based on fair value. The use of observable inputs is maximized, and the use of unobservable inputs is minimized by using observable inputs when available.

Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from independent sources. Unobservable inputs reflect assumptions that market participants would use in pricing the asset or liability based on the best information available in the circumstances. The hierarchy is broken down into three levels based on the transparency of inputs as follows:

Level 1 — Quoted prices are available in active markets for identical assets or liabilities as of the report date. A quoted price for an identical asset or liability in an active market provides the most reliable fair value measurement because it is directly observable to the market.

Level 2 — Pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the report date. The nature of these securities includes investments for which quoted prices are available, but

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

traded less frequently, and investments that are fair valued using other securities, the parameters of which can be directly observed.

Level 3 — Securities that have little to no pricing observability as of the report date. These securities are measured using management's best estimate of fair value, where the inputs into the determination of fair value are not observable and require significant management judgment or estimation.

Inputs are used in applying the various valuation techniques and broadly refer to the assumptions that market participants use to make valuation decisions, including assumptions about risk. Inputs may include price information, volatility statistics, specific and broad credit data, liquidity statistics, and other factors. 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. However, the determination of what constitutes "observable" requires significant judgment by the Foundation. The Foundation considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market. The categorization of a financial instrument within the hierarchy is based upon the pricing transparency of the instrument and does not necessarily correspond to the Foundation's perceived risk of that instrument.

#### Valuation of Investments

Investments whose values are based on quoted market prices in active markets, and are therefore classified within Level 1, include active listed equities, certain U.S. government, U.S. agency and sovereign obligations, certain money market securities, and certain mutual funds.

Investments that trade in markets that are not considered to be active, but are valued based on quoted market prices, dealer quotations, or alternative pricing sources supported by observable inputs are classified within Level 2. These include investment-grade corporate bonds. The Foundation's Level 2 investments are valued using the market approach based on current exchange prices. For securities that do not trade on exchanges, the dealer utilizes a modeling system based on current market data including benchmark yields, reported trades, and broker-dealer quotes. As Level 2 investments include positions that are not traded in active markets and/or are subject

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

to transfer restrictions, valuations may be adjusted to reflect illiquidity and/or non-transferability, which are generally based on available market information.

Investments classified within Level 3 have significant unobservable inputs, as they trade infrequently or not at all. Level 3 instruments include beneficial interest in charitable trusts and in perpetual trusts. When observable prices are not available for Level 3 securities, the Foundation uses one or more valuation techniques (e.g., the market approach, the income approach, or the cost approach) for which sufficient and reliable data is available. Within Level 3, the use of the market approach generally consists of using comparable market transactions, while the use of the income approach generally consists of the net present value of estimated future cash flows, adjusted as appropriate for liquidity, credit, market, and/or other risk factors.

The inputs used by the Foundation in estimating the value of Level 3 investments may include the original transaction price, recent transactions in the same or similar instruments, completed or pending third-party transactions in the underlying investment or comparable issuers, subsequent rounds of financing, recapitalizations, and other transactions across the capital structure, offerings in the equity or debt capital markets, and changes in financial ratios or cash flows. Level 3 investments may also be adjusted to reflect illiquidity and/or non-transferability, with the amount of such discount estimated by the Foundation in the absence of market information. The fair value measurement of Level 3 investments does not include transaction costs that may have been capitalized as part of the security's cost basis. Assumptions used by the Foundation due to the lack of observable inputs may significantly impact the resulting fair value and, therefore, the Foundation's results of operations.

The Foundation's investments are exposed to various risks, including interest rate, currency, market, and credit. Due to these risks and the level of uncertainty related to changes in the value of individual investments, it is at least reasonably possible that significant changes can occur in fair value that may materially affect the amounts reported in the financial statements.

#### E. Land, Buildings, Furniture and Fixtures, and Equipment

Land, buildings, furniture and fixtures, and equipment are recorded at cost or fair value (if donated), less accumulated depreciation. Donated assets are reported as contributions without donor restrictions unless the donor has restricted the donated asset to a specific

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

purpose. Land improvements, buildings, furniture and fixtures, and equipment are being depreciated over their estimated useful lives by the straight-line method as follows:

Computers 3 years
Equipment 3 - 7 years
Furniture and fixtures 5 - 7 years
Land improvements 15 - 40 years
Buildings and building improvements 7 - 40 years

When assets are retired or disposed of, the cost and the related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to expense as incurred; significant renewals and betterments are capitalized.

For the years ended December 31, 2018 and 2017, depreciation expense was \$43,232.

#### F. Net Assets

Net assets without donor restrictions are those whose use by the Foundation is not subject to donor-imposed restrictions. Net assets with donor restrictions are those whose use by the Foundation has been limited by donors to a specific time period or purpose or have been restricted by donors to investments held in perpetuity, the income from which is expendable to support the activities of the Foundation.

Pursuant to donor instructions, the Foundation has classified each of its component funds into six types: unrestricted funds, field of interest funds, donor advised, scholarship funds, agency endowment, and acorn funds. While it is the intent of the Foundation to hold these assets as endowment funds, its Board of Directors may, by majority vote, modify any restriction or condition on the distribution of funds from its component funds if, in the Board of Directors' judgment, such restriction becomes unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the community (i.e., variance power). Due to the governing body having variance power, contributions are classified as net assets without donor restrictions if the ultimate beneficiary is not also the contributing entity. Accordingly, all net assets and related activity over which the management of the Foundation exercises direct control are classified as net assets without donor restrictions in the accompanying financial statements.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### G. Contributions

The Foundation reports gifts of cash and other assets as contributions with donor restrictions when they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires (such as when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are released to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions. However, if a restriction is fulfilled in the same time period in which the contribution is received, the Foundation reports the support as net assets without donor restrictions.

#### H. Contributed Services, Facilities, and Equipment

A number of unpaid volunteers, which include the Directors of the Foundation, have made significant contributions of their time toward developing and achieving the Foundation's goals and objectives. Contributions of donated services that create or enhance nonfinancial assets, or that require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation, are recorded at their fair values in the period received. During the years ended December 31, 2018 and 2017, there were no donated services that met the reporting requirements.

#### I. Functional Expense Allocations

The cost of providing the various program and supporting services have been summarized on a functional basis in the statement of functional expenses. This statement reports expenses that are attributed to more than one program or supporting function. Therefore, some expenses require allocation on a reasonable basis that is consistently applied. These expenses are allocated based upon a time and cost study of where efforts are made.

#### J. Affiliation Agreement

The Foundation entered into agreements with the Bloomsburg Area Community Foundation (Bloomsburg Foundation) (a 501(c)(3) organization), the Sunbury Area Community Foundation (Sunbury Foundation) (a 501(c)(3) organization), and the Selinsgrove Area Community Foundation (Selinsgrove Foundation) (a 501(c)(3) organization) to administer their assets for investment purposes. These agreements also

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

provide for the Foundation to perform administrative tasks on behalf of the Bloomsburg Foundation, the Sunbury Foundation, and the Selinsgrove Foundation. These agreements may be terminated by the Bloomsburg Foundation, the Sunbury Foundation, and the Selinsgrove Foundation at any time. The Sunbury Foundation agreement has been approved by the Attorney General of the Commonwealth of Pennsylvania.

#### K. Administrative Fees

The Foundation charges an administrative fee of between one and one-half and two percent of a 16-quarter trailing average of the fund balance to all permanent endowed funds, agency endowment funds, and certain non-permanent funds. The fees are included in other income in the statements of activities to the extent that they are earned from outside parties.

#### L. Funds Held as Agency Endowments

Assets transferred to the Foundation from other nonprofit organizations for the purpose of establishing an endowment for the benefit of the nonprofit organization are accounted for as funds held as agency endowments. In such circumstances, the Foundation recognizes the fair value of the assets transferred as an increase in its investments and a liability payable to the nonprofit.

#### M. 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 estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

#### N. Endowment Investment and Spending Policy

The Foundation has adopted investment and spending policies, approved by the Board of Directors, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment. The goal of the Foundation's investment policy is to maintain the purchasing power of the current assets and all future contributions, to maintain the level of services and programs, and to maximize return within reasonable and prudent levels of risk. Under the current investment policy approved by the Board of Directors in September 2017, the endowment assets

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

have a strategic target of 70% equity securities, 24% fixed income securities, 4% alternative securities, and 2% cash and cash equivalents. The allowable investment bounds are 50% to 85% in equity securities, 15% to 40% in fixed income securities, 0% to 20% in alternative investments, and 0% to 15% in cash and cash equivalents. Prior to September 2017, the allowable investment bounds were 40% to 80% in equity securities, 10% to 40% in fixed income securities, 0% to 20% in alternative investments, and 0% to 10% in cash and cash equivalents.

The Foundation expects its endowment funds, over time, to provide an average rate of return that exceeds a weighted index comprised of 36% of the Russell 1000, 9% of the Russell 2000, 18% MSCI EAFE (net), 7% MSCI Emerging Markets (net), 22% Barclays Aggregate, 2% Barclays High Yield, 0.75% Barclays US Gov't ILB, 0.75% S&P US REITS, 2.5% DJ Global REIT ex US (net), and 2% IA SBBI US 30 day T-Bill. The Foundation's actual returns may vary from this amount in any given year.

The spending policy calculates the amount of money annually distributed from the Foundation's various endowed funds for grant-making and administration. Based on the investment model selected by the donor, the current spending policy is to distribute not in excess of 4.25% of a 16-quarter trailing average of the fund balance of the endowment funds. For funds less than four years old, the fair value will be the average of all quarterly market values to date.

#### O. Adoption of Accounting Standard

The requirements of the following Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) were adopted during the year ended December 31, 2018:

ASU 2016-14, "Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities," aims to improve how a nonprofit organization classifies its net assets and provides information in its financial statements and notes about its financial performance, cash flow, and liquidity. As a result of adoption, the unrestricted net assets as of January 1, 2017 were transferred to net assets without donor restrictions. In addition, the temporarily and permanently restricted net assets as of January 1, 2017 were transferred to net assets with donor restrictions.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### P. Pending Standards Update

ASU 2016-02, "Leases (Topic 842)," is effective for the Foundation's financial statements for the year ending December 31, 2020. This amendment will require lessees to recognize assets and liabilities on the statement of financial position for the rights and obligations created by all leases with terms of more than twelve months. Disclosures also will be required by lessees to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases.

ASU 2014-09, "Revenue from Contracts with Customers," is effective for the Foundation's financial statements for the year ending December 31, 2019 (as amended by ASU 2015-14). This amendment provides guidance for revenue recognition related to contracts with the transfer of promised goods or services to customers and related disclosures.

ASU 2018-08, "Not-for-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made," is effective for the Foundation's financial statements for the year ending December 31, 2019 for transactions where the Foundation serves as the resource recipient and for financial statements for the year ending December 31, 2020 for transactions where the Foundation serves as the resource provider. This amendment clarifies and improves current guidance about whether a transfer of assets (or the reduction, settlement, or cancellation of liabilities) is a contribution or an exchange transaction. This amendment clarifies how an entity determines whether a resource provider is participating in an exchange transaction.

Management has not yet determined the impact of these amendments on the Foundation's financial statements.

#### Q. Subsequent Events

Subsequent events have been evaluated through the Independent Auditor's Report date, which is the date the financial statements are available to be issued.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

### 2. Deposits

Cash and cash equivalents at December 31, 2018 had a book value and bank balance of \$1,045,400 and \$301,518, respectively. Cash and cash equivalents at December 31, 2017 had a book value and bank balance of \$929,971 and \$878,187, respectively. Deposits held in financial institutions are insured up to \$250,000 by the Federal Deposit Insurance Corporation (FDIC). At various times during the years ended December 31, 2018 and 2017, the Foundation had cash balances in excess of the federally insured limit.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### 3. Investments

The following tables set forth by level, within the fair value hierarchy, the investments at fair value, cost, and unrealized appreciation (depreciation) as of December 31, 2018 and 2017:

	2018							
							Jnrealized	
			Fair		_	Appreciation		
	Level		Value		Cost	(Depreciation)		
Money market funds	1	\$	1,578,309	\$	1,578,309	\$	-	
Common stock:								
Communication services	1		164,451		189,262		(24,811)	
Consumer discretionary	1		437,689		457,643		(19,954)	
Consumer staples	1		356,298		404,318		(48,020)	
Energy	1		285,612		357,191		(71,579)	
Financials	1		1,329,260		1,557,196		(227,936)	
Health care	1		670,834		630,939		39,895	
Industrials	1		723,601		779,944		(56,343)	
Information technology	1		671,377		692,039		(20,662)	
International	1		5,540,764		6,253,597		(712,833)	
Materials	1		63,778		76,740		(12,962)	
Utilities	1		304,984		282,136		22,848	
Equity mutual funds:								
Large cap funds	1		13,739,132		13,372,212		366,920	
Small cap funds	1		2,362,518		2,498,377		(135,859)	
International developed	1		3,465,000		4,246,743		(781,743)	
Emerging markets	1		3,328,790		4,185,160		(856,370)	
Equity REITs	1		839,299		955,244		(115,945)	
Other	1		383,985		438,210		(54,225)	
Fixed income mutual funds:								
Domestic bond market	1		3,465,291		3,640,109		(174,818)	
Taxable pooled	1		3,011,735		3,090,000		(78,265)	
Inflation hedge funds	1		402,476		425,000		(22,524)	
High yield pooled	1		793,744		850,000		(56,256)	
Debt securities:								
Corporate bonds	2		3,160,010		3,133,465		26,545	
U.S. Treasury	1		895,716		895,968		(252)	
		\$	47,974,653	\$	50,989,802	\$	(3,015,149)	
Beneficial interest in:								
Charitable remainder trust	3	\$	11,051					
Perpetual trusts	3	\$	301,421					
i cipetuai tiusts	J	<del>,</del>	301,721					

#### NOTES TO FINANCIAL STATEMENTS

#### YEARS ENDED DECEMBER 31, 2018 AND 2017

		20	)17				
	Level	Fair Value		Cost	Unrealized Appreciation (Depreciation)		
Money market funds	1	\$ 15,166,089	\$	15,166,089	\$	-	
Common stock:							
Consumer discretionary	1	12,130		11,571		559	
Financials	1	1,031		1,026		5	
Utilities	1	36,596		36,376		220	
Equity mutual funds:							
Large cap funds	1	9,630,508		7,681,054		1,949,454	
Small cap funds	1	3,823,791		3,475,689		348,102	
International developed	1	7,987,955		6,126,270		1,861,685	
Emerging markets	1	1,499,054		1,171,874		327,180	
Equity REITs	1	953,350		957,081		(3,731)	
Other	1	440,167		432,836		7,331	
Fixed income mutual funds:							
Domestic bond market	1	3,557,708		3,640,109		(82,401)	
Taxable pooled	1	3,500,000		3,500,000		-	
Inflation hedge funds	1	420,890		425,000		(4,110)	
High yield pooled	1	853,516		850,000		3,516	
Debt securities:							
Corporate bonds	2	2,659,379		2,632,833		26,546	
U.S. Treasury	1	 1,241,839		1,255,445		(13,606)	
		\$ 51,784,003	\$	47,363,253	\$	4,420,750	
Beneficial interest in:							
Charitable remainder trust	3	\$ 11,884					
Perpetual trusts	3	\$ 342,863					

Marketable securities are in the custody of a custodial bank contracted by the Foundation's investment advisor. The custodian provides insurance coverage up to \$500,000 on securities, including up to \$250,000 on cash, through the Securities Investor Protection Corporation and supplemental coverage up to the full net equity value of the assets held in these accounts. Such coverage, however, does not insure against losses resulting from changes in securities markets.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### Fair Value of Financial Instruments

The following is a description of the valuation methodologies used for Level 3 investments.

#### Beneficial Interest in Charitable Remainder Trust and Perpetual Trusts

The Foundation is the beneficiary of several trusts which are managed by various financial institutions. The financial institutions hold the investments in diversified and balanced portfolios consisting of cash and money market funds, corporate debt securities, equity securities and equity mutual funds, fixed income mutual funds, real asset funds, and other funds with complementary investment strategies. The Foundation uses the income approach to value the beneficial interest in charitable remainder trust. Fair value of the beneficial interest in perpetual trusts is based on fair value information received from the trustee.

The methods described previously may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Foundation believes its reliance on these 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.

#### *Investment Property*

During the year ended December 31, 2016, the Foundation received a donation of certain property. The Foundation used the market approach to value the property. On January 10, 2017, the property was donated to a nonprofit entity.

The following tables summarize the changes in fair values associated with Level 3 assets:

	Bal	ance as of			Withd	rawals/			Bal	ance as of
	Ja	nuary 1,	Contrib	outions/	Reden	nptions/	Cł	nange in	Dec	ember 31,
		2018	Purc	hases	Dona	ations		Value		2018
Charitable remainder trust	\$	11,884	\$	-	\$	-	\$	(833)	\$	11,051
Perpetual trusts		342,863		-				(41,442)		301,421
	\$	354,747	\$	-	\$	-	\$	(42,275)	\$	312,472

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

	_	ance as of nuary 1, 2017	butions/ chases	Red	thdrawals/ demptions/ ayments	Cl	nange in Value	-	ance as of ember 31, 2017
Investment - property	\$	153,496	\$ -	\$	(153,496)	\$	-	\$	-
Charitable remainder trust		12,294	-		-		(410)		11,884
Perpetual trusts		325,472	 				17,391		342,863
	\$	491,262	\$ 	\$	(153,496)	\$	16,981	\$	354,747

#### 4. Beneficial Interest in Perpetual Trusts Held by Others

The Foundation is a beneficiary of two irrevocable trusts held by a financial institution's trust department. Under the terms of the trust agreements, the Foundation has the irrevocable right to receive a portion of the income earned on trust assets in perpetuity, but never receives the assets held in the trusts. The Foundation recorded its proportionate share of the fair value of the principal of the trusts when received. Distributions from the trusts are recorded as trust income in net assets without donor restrictions. Distributions for the trusts for the years ended December 31, 2018 and 2017 were \$18,446 and \$18,336, respectively. The Foundation's estimated beneficial interest in these perpetual trusts as of December 31, 2018 and 2017 is \$301,421 and \$342,863, respectively.

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

#### 5. Grants Payable

Grants are recorded as expenses when authorized by the Board of Directors and the grant agreement is signed with the recipient agency. Grants authorized but not paid at December 31 of each year are recorded as liabilities in accordance with accounting principles generally accepted in the United States of America.

Total cash flow requirements in subsequent years are as follows:

	December 31, 2018		December 31, 2017			
2018 2019	\$	556,339	\$	711,097		
Total	Ş	556,339	Ş	711,097		

### 6. Note Payable

The Foundation entered into a note payable with a bank for \$1,200,000, bearing interest at 4.75%, for construction of a new facility with the note secured by the related facility, and a first priority perfected security interest in \$320,000 of assets held in a securities account with the bank. Principal and interest payments of \$7,801 were due monthly, with final payment due by September 2023.

During the year ended December 31, 2014, the Foundation made an additional \$500,000 principal payment on the note payable. With the exception of the change in the maturities, all other terms of the note payable remained the same.

During the year ended December 31, 2017, the Foundation paid off the remaining \$323,526 due on the note payable.

#### 7. Funds Held as Agency Endowments

The Foundation holds funds on behalf of other organizations. In accordance with accounting principles generally accepted in the United States of America, the Foundation is reporting the funds it has received and all earnings on these funds as liabilities. The Foundation

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

administers and invests these funds in accordance with the agreements established with each organization. At December 31, 2018 and 2017, the Foundation has recorded \$11,763,661 and \$11,884,256, respectively, in investments and funds held as agency endowments for these organizations.

#### 8. Restrictions on Net Assets

At December 31, 2018, net assets without donor restrictions consist of approximately of \$38,078,700, including approximately \$1,039,700 in non-permanent funds and \$37,039,000 in Board-designated endowment funds. Of the Board-designated endowment funds, approximately \$143,100 is maintained in an Operating Reserve fund. While the Foundation retains variance power, it is Foundation policy that the donors' intention will be honored unless it is impossible, impractical, undesirable, or inadvisable to do so. Therefore, the principal of the endowment funds will remain intact.

At December 31, 2018 and 2017, net assets with donor restrictions consist of a beneficial interest in a charitable remainder trust subject to time restrictions totaling \$11,051 and \$11,884, respectively, and \$301,421 and \$342,863, respectively, in beneficial interests in perpetual trusts, the income from which is expendable to support the activities of the Foundation.

Board-designated endowment net asset activity for the years ended December 31 is as follows:

	2018	2017
Beginning balance	\$ 40,566,100	\$ 36,936,300
Contributions	759,100	323,600
Trust income	18,400	18,300
Gain on grant cancellations	200	55,100
Investment return, net	(2,567,800)	5,596,600
Expenses	(1,737,000)	(2,363,800)
Endowment funds with variance		
power - end of year	\$ 37,039,000	\$ 40,566,100

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

### 9. Liquidity and Availability

The Foundation considers investment income without donor restrictions, appropriated earnings from the Board-designated endowment funds, amounts held in non-permanent funds, and fee income to be available to meet cash needs for general expenditures. General expenditures expected to be paid in the subsequent year include program expenses, excluding grants, development expense, and administrative expenses. Annual operations are defined as activities occurring during the Foundation's fiscal year.

As part of the Foundation's liquidity management, its policy is to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. At December 31, 2018, these liquid financial assets include a non-endowed operating fund of \$143,100 and estimated fund administration fee income of \$803,000 expected to be earned in 2019. The Foundation also has a non-permanent fund over which the Foundation has the ability to modify the fund's distribution if deemed appropriate by the Foundation's Board of Directors. Although the Foundation does not intend to spend from this non-permanent fund, amounts could be made available, if necessary.

### 10. Commitments and Contingencies

The Foundation has an employment agreement with the Chief Executive Officer (CEO). The agreement began June 22, 2015 and remained in effect until June 22, 2016. The agreement is automatically extended annually, until terminated by either party upon sixty (60) days' written notice to the other party. In the event of termination, the CEO will receive severance equal to one month's current salary for each full year of employment with the Foundation, not to exceed an amount equal to six month's salary. Additionally, the CEO will receive six months of health insurance benefits at the existing coverage levels.

The Foundation is liable for any excess liability resulting from claims against the Berwick Healthcare Corporation (Corporation), not to exceed the amount originally transferred to the Foundation. During 2007, the Corporation transferred the remaining funds to the Foundation. In September 2015, the Foundation became the administrator and began handling the Corporation's claims. As of December 31, 2018 and 2017, the Foundation paid \$35,000 and \$25,000, respectively, for claims and related expenses. The Corporation and now the Foundation have attempted to settle the claim to no avail. The Foundation cannot determine the potential liability and will continue to remit amounts to the third-party

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

insurance trust as funds are needed. The Foundation will continue to record these amounts as expenses are incurred. The Foundation receives periodic reimbursement from an insurance carrier for a portion of the expenses and records the revenue when received.

The Foundation is not aware of any material pending claims against the Corporation. In the opinion of the Board of Directors of the Foundation, the Foundation's liability will not materially affect its financial position.

### 11. Potential Dissolution of Sunbury Foundation

In January 2017, the Sunbury Foundation's Board of Directors approved the dissolution of the Sunbury Foundation and the transfer of the Sunbury Foundation assets to the Foundation. The dissolution requires the approval of the Court of Common Pleas before the transfer of assets can be finalized. During 2017, the Sunbury Hospital was purchased by a nonprofit entity. Due to this purchase and discussions surrounding the custody of trust assets that were transferred to the Foundation as a result of the initial sale of the hospital, the dissolution proceedings have been temporarily suspended.

### 12. Related Party Transactions

During the year ended December 31, 2017, the Foundation awarded the Berwick Area YMCA grants totaling \$523,003. A member of the Board of Directors of the Foundation is also member of the Board of Directors of the Berwick Area YMCA.

First Keystone Community Bank (First Keystone) provides banking, investment, and loan services to the Foundation. One of the Foundation's Board members is the President and CEO of First Keystone. Total cash held by First Keystone as of December 31, 2018 and 2017 was \$301,518 and \$929,571, respectively. Total investments held by First Keystone as of December 31, 2018 and 2017 were \$7,780,921 and \$7,690,241, respectively.

### 13. Subsequent Event

In January 2015, Selinsgrove Foundation's Board of Directors approved the dissolution of the Selinsgrove Foundation. Final dissolution of the Selinsgrove Foundation was approved

#### NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2018 AND 2017

by the Commonwealth of Pennsylvania, Bureau of Corporations and Charitable Organizations on January 21, 2019. Selinsgrove Foundation had \$1,845,616 of assets remaining after payment of expenses through January 21, 2019. All assets were transferred to the Foundation on January 21, 2019.

#### 14. Restatement

At January 1, 2017, the Foundation reported \$415,543 as funds held as agency endowments; however, these contributions should have been reported as contribution revenue when received and subsequently presented as net assets without donor restrictions. The change in net assets without donor restrictions for the year ended December 31, 2017 has been increased from the prior financial statement presentation by \$65,672. Funds held as agency endowments at December 31, 2017 and net assets without donor restrictions at January 1, 2017 have been increased from the prior financial statement presentation by \$481,215 and \$415,543, respectively.

# **Central Susquehanna Community Foundation**

Independent Auditor's Report In Accordance with *Government Auditing Standards* 

Year Ended December 31, 2018



### Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards

Board of Directors Central Susquehanna Community Foundation We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the

United States, the financial statements of the Central Susquehanna Community Foundation (Foundation), which comprise the statement of financial position as of December 31, 2018, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated July 31, 2019.

#### **Internal Control over Financial Reporting**

In planning and performing our audit of the financial statements, we considered the Foundation's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Foundation's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and, therefore, material weaknesses or significant deficiencies may exist that have not been identified. We did identify a certain deficiency in internal control, described in the accompanying schedule of findings and responses as Finding 2018-001, that we consider to be a material weakness.

Board of Directors Central Susquehanna Community Foundation Independent Auditor's Report on Internal Control over Financial Reporting

#### **Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Foundation's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

#### The Foundation's Response to Finding

The Foundation's response to the finding identified in our audit is described in the accompanying schedule of findings and responses. The Foundation's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

#### **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Foundation's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Foundation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Maher Duessel

Harrisburg, Pennsylvania July 31, 2019

#### SCHEDULE OF FINDINGS AND RESPONSES

YEAR ENDED DECEMBER 31, 2018

#### **Material Weakness**

#### Finding 2018-001: Properly Reporting Net Assets Without Donor Restrictions

Condition: At January 1, 2017, the Central Susquehanna Community Foundation (Foundation) reported \$415,543 as funds held as agency endowments; however, it was determined that the resource provider did not specify itself as the beneficiary. Accounting standards state that if a resource provider specified itself as the beneficiary and, therefore, retains a future economic benefit in the transferred assets, the transfer is considered a reciprocal transaction. As the resource provided did not specify itself as the beneficiary, the contributions and associated net investment income of \$415,543, as well as \$65,672 of additional contributions and net investment income reported during the year ended December 31, 2017, should have been reported as net assets without donor restrictions.

*Criteria:* Only contributions where the resource provider specifies itself as the beneficiary should be reported as funds held as agency endowments.

*Cause:* Procedures to ensure that contributions without donor restrictions and contributions to agency endowment funds are properly recorded were not followed.

*Effect:* Ending net assets without donor restrictions and certain revenues as of and for the year ended December 31, 2017 were understated and funds held as agency endowments as of December 31, 2017 were overstated.

Recommendation: We recommend that the Foundation complete its internal checklist to ensure that revenue recognition criteria have been met prior to recording the revenue and to distinguish between a contribution and an agency transaction.

Management's Response: Management has obtained further guidance and training on the appropriate recording of contributions to agency endowment funds to ensure the propriety of future recording.