

Madison Community Foundation and Supporting Organizations

Consolidated Financial Statements

December 31, 2022 and 2021

Madison Community Foundation and Supporting Organizations

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Independent Auditors' Report

To the Board of Governors of
Madison Community Foundation and Supporting Organizations

Opinion

We have audited the consolidated financial statements of Madison Community Foundation and Supporting Organizations (the Foundation), which comprise the consolidated statements of financial position as of December 31, 2022 and 2021, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Foundation as of December 31, 2022 and 2021, 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 (GAAP).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of the Foundation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Baker Tilly US, LLP

Milwaukee, Wisconsin
April 6, 2023

Madison Community Foundation and Supporting Organizations

Consolidated Statements of Financial Position
December 31, 2022 and 2021

	<u>2022</u>	<u>2021</u>
Assets		
Cash and cash equivalents	\$ 31,933,123	\$ 33,276,969
Certificates of deposit	1,752,000	1,752,000
Interest and dividends receivable	276,692	172,957
Prepaid expenses	32,738	26,197
Beneficial interest in charitable lead annuity trust	493,328	575,850
Property, furnishings and equipment, at cost (less accumulated depreciation of \$559,171 in 2022 and \$519,843 in 2021)	185,522	221,277
Operating lease right-of-use asset	553,304	655,866
Land held for sale	-	40,000
Cash value of life insurance	55,943	54,893
Investments	<u>325,481,528</u>	<u>354,020,700</u>
 Total assets	 <u>\$ 360,764,178</u>	 <u>\$ 390,796,709</u>
Liabilities and Net Assets		
Liabilities		
Accounts payable	\$ 50,139	\$ 57,550
Accrued expenses	33,287	28,774
Gift annuity liability	1,088,546	1,138,624
Funds held for other organizations for agency endowments	32,082,363	32,584,450
Grant commitments	884,150	1,396,650
Operating lease liability	612,685	715,995
Deferred compensation	<u>133,402</u>	<u>146,256</u>
 Total liabilities	 <u>34,884,572</u>	 <u>36,068,299</u>
Net Assets		
Net assets without donor restrictions	325,386,278	354,152,560
Net assets with donor restrictions	<u>493,328</u>	<u>575,850</u>
 Total net assets	 <u>325,879,606</u>	 <u>354,728,410</u>
 Total liabilities and net assets	 <u>\$ 360,764,178</u>	 <u>\$ 390,796,709</u>

See notes to consolidated financial statements

Madison Community Foundation and Supporting Organizations

Consolidated Statements of Activities
Years Ended December 31, 2022 and 2021

	2022			2021		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
Revenues, Gains and Other Support						
Total contributions	\$ 31,988,370	\$ 13,091	\$ 32,001,461	\$ 22,764,620	\$ 14,926	\$ 22,779,546
Less amounts received for agency endowments	(4,007,196)	-	(4,007,196)	(2,070,282)	-	(2,070,282)
Contributions	27,981,174	13,091	27,994,265	20,694,338	14,926	20,709,264
Total investment return net of expenses	(39,329,161)	-	(39,329,161)	52,251,663	-	52,251,663
Less investment return from agency endowments	3,561,144	-	3,561,144	(5,221,399)	-	(5,221,399)
Investment return	(35,768,017)	-	(35,768,017)	47,030,264	-	47,030,264
Other income related to agency endowments	213,041	-	213,041	272,952	-	272,952
Net assets released from time restrictions	95,613	(95,613)	-	95,613	(95,613)	-
Total revenues, gains and other support	(7,478,189)	(82,522)	(7,560,711)	68,093,167	(80,687)	68,012,480
Expenses						
Grants	19,623,166	-	19,623,166	34,168,522	-	34,168,522
Less grants made from agency endowments	(735,098)	-	(735,098)	(801,383)	-	(801,383)
Grants	18,888,068	-	18,888,068	33,367,139	-	33,367,139
Personnel	1,695,862	-	1,695,862	1,494,864	-	1,494,864
Professional development	28,275	-	28,275	7,825	-	7,825
Office facilities and equipment	193,579	-	193,579	183,058	-	183,058
Office operations	118,327	-	118,327	175,095	-	175,095
Professional fees and dues	145,441	-	145,441	141,025	-	141,025
Communications and marketing	128,836	-	128,836	124,009	-	124,009
Meetings, events and travel	89,705	-	89,705	39,330	-	39,330
Total expenses	21,288,093	-	21,288,093	35,532,345	-	35,532,345
Change in net assets before nonoperating	(28,766,282)	(82,522)	(28,848,804)	32,560,822	(80,687)	32,480,135
Nonoperating Item						
Deconsolidation of supporting organization	-	-	-	(2,337,165)	-	(2,337,165)
Change in net assets	(28,766,282)	(82,522)	(28,848,804)	30,223,657	(80,687)	30,142,970
Net Assets, Beginning	354,152,560	575,850	354,728,410	323,928,903	656,537	324,585,440
Net Assets, Ending	\$ 325,386,278	\$ 493,328	\$ 325,879,606	\$ 354,152,560	\$ 575,850	\$ 354,728,410

See notes to consolidated financial statements

Madison Community Foundation and Supporting Organizations

Consolidated Statements of Cash Flows
Years Ended December 31, 2022 and 2021

	<u>2022</u>	<u>2021</u>
Cash Flows From Operating Activities		
Change in net assets	\$ (28,848,804)	\$ 30,142,970
Adjustments to reconcile change in net assets to net cash flows from operating activities:		
Depreciation	58,510	55,688
Investments transferred as part of deconsolidation of supporting organization	-	1,678,447
Realized and unrealized (gains)/losses on investments	45,771,440	(44,754,342)
Beneficial interest in charitable lead annuity trust	82,522	80,687
Lease costs	(748)	2,713
Increase in cash value of life insurance	(1,050)	(1,173)
Loss on sale of land held for sale	33,734	-
Changes in assets and liabilities:		
Interest and dividends receivable	(103,735)	745,407
Prepaid expenses	(6,541)	(9,483)
Accounts payable	(7,411)	32,337
Accrued expenses	4,513	(4,117)
Gift annuity liability	(50,078)	(40,209)
Funds held for other organizations for agency endowments	(502,087)	5,218,720
Grant commitments	(512,500)	565,500
Deferred compensation	(12,854)	(10,879)
Net cash flows from operating activities	<u>15,904,911</u>	<u>(6,297,734)</u>
Cash Flows From Investing Activities		
Purchases of property, furnishings and equipment	(22,755)	(54,183)
Proceeds from sales and maturities of investments	129,616,613	89,533,618
Payments received on notes receivable	-	10,107,345
Purchases of investments	(146,848,881)	(97,195,420)
Purchase of certificates of deposit	-	(2,000)
Proceeds from sale of land held for sale	6,266	-
Net cash flows from investing activities	<u>(17,248,757)</u>	<u>2,389,360</u>
Net change in cash and cash equivalents	(1,343,846)	(3,908,374)
Cash and Cash Equivalents, Beginning	<u>33,276,969</u>	<u>37,185,343</u>
Cash and Cash Equivalents, Ending	<u>\$ 31,933,123</u>	<u>\$ 33,276,969</u>

See notes to consolidated financial statements

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

1. Summary of Significant Accounting Policies

Nature of Activities

Madison Community Foundation works with individuals, nonprofits, businesses and other organizations to enhance the common good through philanthropy.

The activities of the Madison Community Foundation include the creation of charitable endowment funds, the investment and management of those funds and the distribution of grants to charitable entities, primarily in the metropolitan area of Madison, Wisconsin.

Basis of Presentation

The consolidated financial statements include the accounts of Madison Community Foundation and the following supporting organizations, collectively referred to as the Foundation:

- Colony Brands Foundation, Inc.
- Everything's Possible Foundation, Inc.

The Foundation has both an economic interest in the supporting organizations and control of the supporting organizations through the appointment of the majority of the members, voting control of their governing boards or through other means. This provides the basis for consolidation of the organizations' financial statements. All inter-organizational transactions and accounts have been eliminated.

In January 2021, It's Possible Foundation, Inc.'s bylaws were amended with the approval of the Foundation to remove the power of the Foundation to elect the majority of It's Possible Foundation, Inc.'s board members. As a result of this change, there was no longer sufficient control by the Foundation to necessitate the consolidation of It's Possible Foundation, Inc. The deconsolidation is reflected as of January 1, 2021, on the consolidated statement of activities as deconsolidation of supporting organization for the year ended December 31, 2021.

The consolidated financial statements of the Foundation have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP). Revenues are recognized in the accounting period in which they are earned. Expenses are recognized in the period incurred.

Use of Estimates

The preparation of the consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Foundation considers all highly liquid debt instruments purchased with original maturities of three months or less to be cash equivalents. The carrying amount of cash equivalents approximates fair value due to the short maturities of these instruments.

Certificates of Deposit

Certificates of deposit, which have maturities longer than three months from the original acquisition date, are not considered to be cash equivalents and are reflected separately on the consolidated statements of financial position. Certificates of deposit are reflected in the consolidated financial statements at cost, which approximates fair value due to the short-term nature of the certificates.

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements
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Investments

Investments are generally recorded at fair value based upon quoted market prices, when available or estimates of fair value. Donated assets are recorded at fair value at the date of donation, or, if sold immediately after receipt, at the amount of sales proceeds received (which are considered a fair measure of the value at the date of donation). Those investments for which fair value is not readily determinable are carried at cost adjusted by observable price changes or, if donated, at fair value at the date of donation or if no value can be estimated, at a nominal value. The Foundation records the change of ownership of bonds and stocks on the day a trade is made. Investment income or loss and unrealized gains or losses are included in the consolidated statements of activities net of internal and external investment expenses as increases or decreases in net assets without donor restrictions unless the income or loss is restricted by donor or law.

Investment securities are exposed to the risk of market volatility. Due to this risk, it is possible that changes in the fair values of investment securities will occur in the near term and that those changes could materially affect the amounts reported in the consolidated statements of financial position.

Property, Furnishings and Equipment

The Foundation follows the practice of capitalizing all expenditures for property, furnishings and equipment in excess of \$2,500. Furniture and fixtures are depreciated by the straight-line method over the estimated useful lives of the related assets which range from 3 to 7 years. Leasehold improvements are depreciated by the straight-line method over the remaining term of the lease.

Land Held for Sale

Periodically the Foundation will receive donations of land. Land held for sale represents parcels of land that management expects to be sold within one year and is recorded at fair value at date of gift less expected costs to sell. In January 2022, the Foundation sold a parcel of land held for sale for an amount less than the carrying value. Land held for sale at December 31, 2022 and 2021 was \$0 and \$40,000, respectively.

Beneficial Interest in Charitable Lead Annuity Trust

The Foundation is a specified beneficiary of assets held by a third-party trustee and has recorded its beneficial interest in these assets. Assets received under the beneficial interest are recorded at their fair value. The discount rate used to estimate the fair value was 2.25% at December 31, 2022 and 2021.

Grant Commitments

Grants made from funds without donor restrictions, including field of interest funds, are approved by the Board of Governors on a semi-annual basis and are reported as expenses of the Foundation when any conditions have been met. Grant commitments as of December 31, 2022 are payable in 2023.

The Foundation had a grant commitment of \$660,000 at December 31, 2021 that was deemed conditional due to the grant having a right of return and a barrier. In December 2022, the Foundation rescinded the grant as the recipient was not able to meet the conditions.

Board Designated Net Assets

The Foundation's Board of Governors has the ability to designate identified amounts of net assets without donor restrictions to be used by management for specific future projects or activities. These designations can be modified or removed by the Board of Governors at any time. The Foundation's Board of Governors has designated amounts for an administrative endowment.

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements
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Net Assets

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

Net Assets Without Donor Restrictions - Net assets available for general use and not subject to donor-imposed restrictions.

Net Assets With Donor Restrictions - Net assets subject to donor-imposed restrictions contingent upon specific performance of a future event, a specific passage of time or required to be held in perpetuity.

Net assets with donor restrictions at December 31, 2022 and 2021 represent the fair value of the beneficial interest in a charitable lead annuity trust. Fixed annuity payments will be received from the charitable lead annuity trust. In accordance with current authoritative guidance, future payments are reported as restricted net assets. When annuity payments are collected, the restrictions will have been met and net assets with donor restrictions are released from restrictions and reclassified to net assets without donor restrictions.

Generally, contributions made to the Foundation are recorded as contributions without donor restrictions and are free of donor-imposed restrictions. The Trust Agreement of the Foundation includes a variance provision and powers of modification giving the Board of Governors the power to modify any restriction or condition on the distribution of funds for any specified charitable purposes or to specified organizations if in the sole judgment of the Board of Governors such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment or inconsistent with the charitable needs of the community.

Notwithstanding the net assets without donor restrictions classification, the Foundation consistently follows the policy of respecting donors' grant making preferences.

The Foundation's component funds, which have been combined for presentation purposes, are of various types reflecting the purposes of the donors who have contributed to them and are described as follows:

Undesignated Funds - Undesignated funds are those without donor restrictions over which the Board has full discretion in making distributions for charitable purposes to meet community needs.

Community Impact (CI) Funds - CI funds are those without donor restrictions over which the Board has full discretion in making distributions for charitable purposes to meet community needs.

Field of Interest (FOI) Funds - FOI funds are funds without donor restrictions used at the Board's discretion to meet a general field of charitable need specified by the donor.

Donor-Designated Funds - Donor-designated funds are funds where the donor has designated an agency or institution for which support will be provided and are classified as without donor restrictions by virtue of the variance power of the Foundation Board.

Donor-Advised Funds - Donor-advised funds are funds without donor restrictions for which the donor has reserved the right to make nonbinding distribution recommendations to the Board of Governors.

Administrative Endowment Funds - Administrative endowment funds are funds established by the Board of Governors to support the annual operating budget and provide a source of funding for extraordinary or nonrecurring operating expenses.

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements
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Net assets without donor restrictions consist of the following at December 31:

	<u>2022</u>	<u>2021</u>
Undesignated	\$ 3,311,206	\$ 1,510,318
Community impact	29,748,454	34,101,320
Field of interest	32,688,790	37,276,770
Donor-designated	101,423,559	114,256,556
Donor-advised	60,334,703	51,936,506
Administrative endowment	9,493,676	9,903,099
Supporting organizations, undesignated	88,385,890	105,167,991
Total	<u>\$ 325,386,278</u>	<u>\$ 354,152,560</u>

Contributions

Contributions that are restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire (that is, a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statements of activities as net assets released from restrictions.

Administrative Fee

The Foundation assesses an administrative fee on each fund held within the Foundation. The fee is collected at the end of each month, based on the prior month-end fair value of the fund. Fees from component funds are eliminated in the consolidated financial statements. The administrative fee charged to the agency endowments is shown as other income related to agency endowments.

Income Tax Status

The Foundation has received a determination letter from the Internal Revenue Service, classifying the Foundation as a tax-exempt organization under Internal Revenue Code Section 501(c)(3). The Foundation is a tax-exempt community trust which is further classified as a public charity and is eligible to receive tax deductible charitable donations. The supporting organizations are also tax-exempt organizations under Internal Revenue Code Section 501(c)(3).

Management has analyzed the tax positions taken by the Foundation and has concluded that, as of December 31, 2022 and 2021, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the consolidated financial statements. The Foundation is subject to routine audits by taxing jurisdictions; however, there are currently no audits in progress for any tax periods.

Related-Party Transactions

The Foundation has conflict of interest and duality of interest policies designed to avoid any conflict between Board members and staff personnel and their own individual interests and the interests of the Foundation. Board members and staff personnel must advise the Board and management of any direct or indirect interest in any transaction or relationship with the Foundation. Board members must abstain from voting for the approval or denial of any grants or expenditures that affect their individual, professional or business interests.

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Operating and Nonoperating Activity

The consolidated statements of activities reflect the changes in net assets from the Foundation's operating and nonoperating activities. Operating activities consist primarily of activities supporting the mission of the Foundation. Nonoperating activities consist of items that do not relate to the primary activities of the Foundation.

Adopted Accounting Pronouncement

During 2022, the Foundation retrospectively adopted Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) No. 2020-07, *Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets*. ASU No. 2020-07 improves financial reporting by providing new presentation and disclosure requirements about contributed nonfinancial assets, including additional disclosure requirements for recognized contributed services. Adopting ASU No. 2020-07 did not result in any impact to the amounts reported on the consolidated statements of activities for the years ended December 31, 2022 and 2021.

New Accounting Pronouncement

During June 2016, FASB issued ASU No. 2016-13, *Measurement of Credit Losses on Financial Instruments*. ASU No. 2016-13 and subsequent amendments require financial assets measured at amortized cost to be presented at the net amount expected to be collected, through an allowance for credit losses that is deducted from the amortized cost basis. The measurement of expected credit losses is based on relevant information about past events, including historical experience, current conditions and reasonable and supportable forecasts that affect the collectability of the reported amount. ASU No. 2016-13 (as amended) is effective for annual periods and interim periods within those annual periods beginning after December 15, 2022 (2023). Early adoption is permitted. The Foundation is currently assessing the effect that ASU No. 2016-13 (as amended) will have on its consolidated financial statements.

2. Note Receivable

The Foundation was the holder of a note receivable from a company acquired in exchange for the sale of private corporate stock in 2017. The note receivable was paid in full in 2021.

3. Fair Value of Financial Instruments

In accordance with current authoritative accounting guidance, the Foundation discloses and recognizes the fair value of its assets using a 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 guidance establishes three levels of fair value hierarchy as follows:

Level 1 - Quoted market prices in active markets for identical assets or liabilities.

Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data.

Level 3 - Unobservable inputs that are not corroborated by market data.

An investment's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The categorization of an investment within the hierarchy is based upon the pricing transparency of the investment and does correspond to the Foundation's perceived risk of that investment.

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Notes to Consolidated Financial Statements
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As permitted under current authoritative guidance, equity, bond, hedge and real asset funds and limited partnerships for which fair value is measured using net asset value (NAV) per share or its equivalent as a practical expedient have not been categorized within the fair value hierarchy.

The tables below present the balances of investments measured at fair value on a recurring basis as of December 31:

	2022			
	Total	Level 1	Level 2	Level 3
Mutual fund securities	\$ 10,092,770	\$ 10,092,770	\$ -	\$ -
Marketable equity securities	85,477,500	85,477,500	-	-
Marketable debt securities	<u>1,785,564</u>	<u>-</u>	<u>1,785,564</u>	<u>-</u>
Total	97,355,834	<u>\$ 95,570,270</u>	<u>\$ 1,785,564</u>	<u>\$ -</u>
Investments valued at NAV:				
Equity funds	85,412,930			
Bond funds	43,564,853			
Real asset funds	700,691			
Hedge funds	24,320,540			
Limited partnerships	<u>74,126,680</u>			
Total investments	<u>\$ 325,481,528</u>			
	2021			
	Total	Level 1	Level 2	Level 3
Mutual fund securities	\$ 9,581,690	\$ 9,581,690	\$ -	\$ -
Marketable equity securities	63,684,041	63,684,041	-	-
Marketable debt securities	2,397,934	-	2,397,934	-
Private corporate stock	<u>37,808,800</u>	<u>-</u>	<u>-</u>	<u>37,808,800</u>
Total	113,472,465	<u>\$ 73,265,731</u>	<u>\$ 2,397,934</u>	<u>\$ 37,808,800</u>
Investments valued at NAV:				
Equity funds	93,931,161			
Bond funds	46,807,104			
Real asset funds	8,500,239			
Hedge funds	23,389,928			
Limited partnerships	<u>67,919,803</u>			
Total investments	<u>\$ 354,020,700</u>			

The beneficial interest in charitable lead annuity trust where the Foundation is not the trustee but is named as a specified beneficiary is considered a Level 3 item as the valuation is based on significant unobservable inputs that are not corroborated by market data. The fair value of the beneficial interest in charitable lead annuity trust is based on the present value of the future cash flows expected to be received based on an appropriate discount rate.

The Foundation received a contribution of a beneficial interest in charitable lead annuity trust of \$744,647 during the year ended December 31, 2019. The Foundation received \$95,613 from the beneficial interest in charitable lead annuity trust during the years ended December 31, 2022 and 2021.

Madison Community Foundation and Supporting Organizations

Notes to Consolidated Financial Statements

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Valuation is the responsibility of the Foundation's management, which reports financial results and valuation changes to the Board of Governors on a quarterly basis. Management relies on the investment custodian and investment managers to provide valuation and pricing data for most classes of investments. The investment managers provide reports to management each month and to the Foundation's Investment Committee each quarter. Investment performance results and summaries are also reported to the Board of Governors after each quarterly Investment Committee meeting. Management evaluates pricing information provided by the investment managers through various processes: including comparison to public market data; purchases or sales of assets at the reported values; back testing with reference to reported and market performance data; review of audited financial statements and net asset values of fund holdings; and review of tax filings provided by fund managers.

The following methods were used to estimate the fair value of each class of financial instrument:

Mutual Fund Securities and Marketable Equity Securities - These securities consist entirely of publicly-traded securities that are priced by an investment manager or custodian with reference to available quotations for identical assets. Management is able to verify the pricing by referencing publicly available market data.

Marketable Debt Securities - Many fixed income securities do not trade on a daily basis so, in the absence of available quotations for identical assets, must be valued using other methods. These securities are valued by the investment custodian through the use of outside pricing services. Such services employ pricing models and applications incorporating inputs such as: security quality, cash flow, maturity and coupon, supplemental research and evaluation and review of recent broker-dealer market price quotations for similar securities.

Private Corporate Stock - The stock is valued by an independent appraiser each year based on the company's audited financial results. The fair value estimate uses the discounted cash flow method under the income approach and is based on a five-year projection of net cash flows. The Foundation also applies discounts for a lack of control and lack of marketability. There are also transactions at the appraised value during the year and subsequent to year-end. The stock has restrictions on the resale and the company has the right of first refusal.

Investments valued at NAV:

Equity Funds, Bond Funds and Real Asset Funds - These funds hold traded securities priced by independent sources. The investment manager provides a high level of transparency into the holdings of the funds, which provides the basis for the NAV calculation for each fund. The NAV is used to provide the valuation for these funds. The Foundation and the investment manager have had investments into and redemptions out of these funds at the NAV price on a regular basis throughout the year.

Hedge Funds - The Foundation uses the reported NAV of its shares in these funds as a practical expedient to determine the fair value of this class of investments. The Foundation and investment manager can document investments into and redemptions out of these funds, at the reported NAV, at various times throughout the year. However, transparency is not provided into these funds or to the underlying assets on which the NAV is based.

Limited Partnerships - These partnerships invest primarily in other limited partnerships formed for the purpose of making investments in underlying companies. These investments do not have the liquidity to provide for regular observable redemption activity. They also do not provide transparency into the underlying holdings of the funds. The inputs in the valuation of these funds are unobservable. The Foundation uses the capital balances of its interests in these partnerships as a practical expedient to determine the fair value of these funds. The capital balance represents the Foundation's proportionate share of its percentage of the capital of the partnerships as reported by their general partners. Due to a one quarter lag in reporting results, most partnerships are valued as of September 30 adjusted by cash flows that occurred from the valuation date to December 31. The difference is not considered to be material.

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4. Investments

The following summarizes the Foundation's investments at December 31:

	2022		2021	
	Fair Value	Cost	Fair Value	Cost
Equity funds	\$ 85,412,930	\$ 55,538,399	\$ 93,931,161	\$ 44,805,727
Bond funds	43,564,853	46,283,110	46,807,104	43,477,783
Real asset funds	700,691	802,653	8,500,239	7,073,879
Mutual fund securities	10,092,770	9,602,059	9,581,690	6,963,782
Marketable equity securities	85,477,500	90,462,532	63,684,041	52,216,459
Marketable debt securities	1,785,564	1,936,296	2,397,934	2,276,511
Private corporate stock	-	-	37,808,800	37,582,400
Hedge funds	24,320,540	23,578,455	23,389,928	22,111,065
Limited partnerships	74,126,680	56,355,854	67,919,803	48,056,444
Total	<u>\$ 325,481,528</u>	<u>\$ 284,559,358</u>	<u>\$ 354,020,700</u>	<u>\$ 264,564,050</u>

The Foundation's investment strategy incorporates a diversified asset allocation approach and maintains, within defined limits, exposure to the global equity, fixed-income, real asset and private equity markets. This strategy provides the Foundation with a long-term asset mix that is most likely to meet the Foundation's long-term return goals with the appropriate level of risk.

The investments valued at NAV were entered into to diversify the Foundations portfolio. The Foundation's management, the Investment Committee of the Board of Governors and the Foundation's external investment consultants review reports provided by general partners. The Foundation's external investment consultants attend meetings of the various general partners in order to evaluate the risk associated with these investments. In addition, the Foundation monitors its portfolio mix to ensure that it is in accordance with Board policy. For all of the alternative investments, the Foundation utilizes funds of funds to diversify the risk inherent in such investments.

The following provides additional information about the attributes of certain investments which do not have daily liquidity.

	Investment Objective	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Equity funds	Provide an actively managed, multi-manager investment program that will provide broad exposure to the global equity markets.	None	Weekly and Monthly	5 days
Bond funds	Add value above the return of the broad U.S. bond market over a full market cycle while reducing risk through diversification of manager allocations.	None	Daily, Weekly and Monthly	2-30 days

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	<u>Investment Objective</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Real asset funds	Allocate assets across a broad spectrum of natural resource or real asset categories based on a multi-manager approach, allocating assets to sub-advisors or sub-funds managed by sub-advisors.	None	Daily	2 days
Hedge funds	Provide a marketable alternative strategies investment program capable of producing consistently positive returns regardless of the direction of the broader markets.	None	Quarterly, subject to 25% investor level gate	65 days
Private equity partnerships	Invest in private limited partnerships which, in turn, make investments in equity securities, warrants or other options that are generally not actively traded at time of investment. Investee companies include U.S., international and emerging markets.	\$26,157,000	n/a	n/a
Distressed debt investment partnerships	Pursue a global program of turnaround and distressed investing by pursuing active trading and financing strategies on a global basis.	\$803,000	n/a	n/a
Real estate partnerships	Invest in a diversified pool of real estate investments in key U.S. and international markets.	\$10,016,000	n/a	n/a

The investments in partnerships can never be redeemed. Rather distributions are made by the general partner as the underlying assets are sold, generally after 5 to 15 years.

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5. Liquidity

The following summarizes the Foundation's financial assets available for grants and other expenses within one year of the consolidated statements of financial position date at December 31:

	<u>2022</u>	<u>2021</u>
Cash and cash equivalents	\$ 31,933,123	\$ 33,276,969
Certificates of deposit	1,752,000	1,752,000
Interest and dividends receivable	276,692	172,957
Redeemable investments less private corporate stock net of unfunded commitments	<u>214,378,759</u>	<u>216,961,097</u>
Total	<u>\$ 248,340,574</u>	<u>\$ 252,163,023</u>

Due to the ability of the Board of Governors to change the annual spending policies, the assets above include:

- \$163,718,296 and \$181,837,872 as of December 31, 2022 and 2021, respectively, held in funds governed by fund agreements which provide that, under normal circumstances, grant distributions will be made in accordance with an annual spending policy approved by the Foundation's Board of Governors; the policy for 2023 and 2022 will be 4.25% of the trailing 20 quarter average balance of each individual fund; totaling \$9,268,492 and \$8,406,068 for all of those funds for 2023 and 2022, respectively.
- \$4,184,502 and \$5,087,33 as of December 31, 2022 and 2021, respectively, held in funds governed by fund agreements that provide that, under normal circumstances, grant distributions will be limited to 20% of the beginning of the year fund balance which is \$836,900 and \$1,017,468 for 2023 and 2022, respectively.

As part of the Foundation's liquidity management, it structures its financial assets to be available as grant distributions, general expenditures, liabilities and other obligations become due. The Foundation holds cash in excess of daily requirements in money market accounts and certificates of deposit.

6. Funds Held for Other Organizations for Agency Endowments

Current authoritative accounting guidance establishes standards for transactions in which a recipient entity accepts a contribution from a donor and agrees to transfer those assets, the return on investment of those assets or both, to an entity that is specified by the donor. This guidance specifically requires that if a not-for-profit organization establishes a fund at the recipient entity with its own funds and specifies itself as the beneficiary of that fund, the recipient entity must account for the transfer of such assets as a liability. The Foundation refers to such funds as agency endowments.

The Foundation maintains variance power and legal ownership of agency endowment funds and, as such, continues to report the funds as assets of the Foundation. However, in accordance with current authoritative accounting guidance, a liability has been established for the present value of the future payments expected to be made to the not-for-profit organizations, which is generally equivalent to the fair value of the funds.

At December 31, 2022 and 2021 the Foundation was the owner of 251 and 249 agency endowment funds with a combined fair value of \$32,082,363 and \$32,584,450, respectively. All financial activity for the years then ended related to these funds is segregated in the consolidated statements of activities and has been classified as a liability in the consolidated statements of financial position.

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7. Endowments

The Foundation has set up endowment funds which comply with and follow current authoritative literature, which provides guidance on classifying net assets associated with endowment funds held by organizations that are subject to an enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA). A key component of the guidance is a requirement to classify the donor-restricted endowment fund as net assets with donor restrictions until appropriated for expenditure. The State of Wisconsin adopted a version of UPMIFA effective August 4, 2009.

The Foundation's endowment funds consist of funds established for the purpose of providing a consistent and reliable source of operational funding. Its endowment includes quasi-endowment funds. The Foundation's first administrative endowment fund was established through a challenge grant, followed by the establishment of additional funds. As required by GAAP, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Foundation has interpreted UPMIFA enacted in the State of Wisconsin as requiring the creation of an endowment of permanent duration with the original value of a donor's gift when a donor's gift instrument evidences such intent by use of terminology consistent with UPMIFA, unless other language in the gift instrument limits the duration or purpose of the fund. As a result of this interpretation, the Foundation classifies as net assets with donor restrictions (a) the original value of the gifts donated to the perpetual endowment, (b) the original value of subsequent gifts to the perpetual endowment, (c) accumulations to the perpetual endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund and (d) earnings that have not been appropriated.

The Board designated quasi-endowment funds are classified as net assets without donor restrictions at December 31:

	<u>2022</u>	<u>2021</u>
Administrative endowment fund	\$ 6,059,919	\$ 6,063,073
Dr. Margaret C. Winston fund	1,596,270	1,773,341
Lussier fund for MCF	439,731	385,652
Joseph T. Steuer and Jamie G. Steuer fund for MCF	535,734	593,797
Administrative operating reserve	652,149	799,231
Administrative relocation fund	209,873	288,005
Total administrative endowments	<u>\$ 9,493,676</u>	<u>\$ 9,903,099</u>

Changes in endowment net assets for the years ended December 31, 2022 and 2021:

Endowment net assets, December 31, 2020	\$ 7,811,072
Investment return, net	1,372,737
Contributions	853,037
Appropriations/payout	<u>(133,747)</u>
Endowment net assets, December 31, 2021	9,903,099
Investment return, net	(1,038,532)
Contributions	847,114
Appropriations/payout	<u>(218,005)</u>
Endowment net assets, December 31, 2022	<u>\$ 9,493,676</u>

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The endowment funds are governed by the endowment policy established and approved by the Board of Governors. The endowment policy follows the investment policy guidelines established by the Board Investment Committee and approved by the full Board of Governors. The investment policy seeks to achieve investment returns that cover annual spending, fees and anticipated inflation. To satisfy its long-term rate of return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

The Foundation endowment assets are governed by a spending policy that seeks to distribute a specific payout rate from the endowment base to support the Foundation's programs. The endowment base is defined as the rolling average of market value for the most recent 20 quarters. The payout rate is 4.25% of the endowment base quarterly.

8. Gift Annuities

The Foundation records gift annuity assets received at their fair value. The actuarially-determined present value of the future annuity cash flows required to be paid to the annuitants is recorded as a liability in the consolidated statements of financial position. The Foundation used discount rates ranging from 1.00 to 7.00% for the years ended December 31, 2022 and 2021. The Foundation records the difference between the fair value of the gift annuity assets and the actuarially-determined present value of future cash flows as contribution revenue in the year the gift annuity is received.

Contribution revenue for charitable gift annuities received during the years ended December 31, 2022 and 2021 was \$37,960 and \$3,965, respectively. The total assets for charitable gift annuities were \$1,545,234 and \$1,933,870, as of December 31, 2022 and 2021, respectively, and are included in investments on the consolidated statements of financial position.

9. Deferred Compensation

The Foundation has entered into deferred compensation agreements with its President and former President. The agreements call for the Foundation to accrue an amount, determined annually by the Board of Governors subject to the limitations of Section 457 of the Internal Revenue Code, to the plan each year. Earnings on the deferred compensation funds accumulate at the prime rate (effective rate of 7.0% and 3.25% at December 31, 2022 and 2021, respectively). The amount charged to expense under these agreements was \$14,691 for 2022 and \$15,245 for 2021. Monthly payments under the agreement with the former President began in 2013.

10. Retirement Plan

The Foundation has a tax deferred retirement plan available to substantially all of its employees. Any benefits-eligible employee may make voluntary contributions to this plan. For an employee who has attained 21 years of age, completed at least 12 months and 1,000 hours of service and makes a voluntary contribution of at least 1% of annual compensation to the plan, the Foundation makes a contribution to the plan. The Foundation's contribution was equal to 6% of the employee's annual compensation in 2022 and 2021. The plan is funded through the purchase of mutual fund securities. The plan is intended to qualify under Section 403(b) of the Internal Revenue Code and is subject to the provisions of the Employee Retirement Income Security Act. Contributions to the plan totaled \$71,784 and \$69,249 for the years ended December 31, 2022 and 2021, respectively.

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11. Related Organizations

The Evjue Foundation and Terry Family Foundation are supporting organizations to the Foundation. The Foundation appoints board representatives to each of these supporting organizations but does not appoint the majority of the board. Due to lack of control, these organizations are not included in the consolidated financial statements. In 2022, the Terry Family Foundation dissolved its foundation and terminated its related organization status with the Foundation. These supporting organizations paid contributions of \$48,000 and \$0, respectively, to the Foundation during 2022 and \$48,000 and \$19,552 respectively, during 2021.

12. Functional Expenses

Functional expenses are those expenses incurred by the Foundation in the accomplishment of its stated mission. They can be further categorized as follows:

- Program services, including awarded grants, support and education to other nonprofits, research on the local nonprofit field and philanthropic leadership;
- Management and general, including expenses that benefit the Foundation as an entity, governance, and the management and administration of component funds; and
- Development and fundraising, including originating and stewarding relationships with donors and fundholders.

The consolidated financial statements report categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Personnel expenses are allocated on the basis of estimates of time or effort. Facilities, supplies and other expenses are allocated on the basis of headcount or other reasonable bases.

Expenses of the Foundation by function are as follows for the year ended December 31:

	2022			
	<u>Program Services</u>	<u>Management and General</u>	<u>Fundraising</u>	<u>Total</u>
Grants	\$ 18,888,068	\$ -	\$ -	\$ 18,888,068
Personnel	360,974	800,172	534,716	1,695,862
Professional development	8,431	12,953	6,891	28,275
Office facilities and equipment	37,436	94,197	61,946	193,579
Office operations	20,359	51,251	46,717	118,327
Professional fees and dues	5,991	63,561	75,889	145,441
Communications and marketing	11,280	54,007	63,549	128,836
Meetings, events and travel	6,155	24,886	58,664	89,705
Total	<u>\$ 19,338,694</u>	<u>\$ 1,101,027</u>	<u>\$ 848,372</u>	<u>\$ 21,288,093</u>

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	2021			
	Program Services	Management and General	Fundraising	Total
Grants	\$ 33,367,139	\$ -	\$ -	\$ 33,367,139
Personnel	252,407	721,919	520,538	1,494,864
Professional development	722	4,444	2,659	7,825
Office facilities and equipment	26,238	85,427	71,393	183,058
Office operations	14,453	47,061	113,581	175,095
Professional fees and dues	5,280	50,051	85,694	141,025
Communications and marketing	4,117	50,892	69,000	124,009
Meetings, events and travel	2,077	10,863	26,390	39,330
Total	<u>\$ 33,672,433</u>	<u>\$ 970,657</u>	<u>\$ 889,255</u>	<u>\$ 35,532,345</u>

13. Leases

In 2017, the Foundation entered into a lease for new office space at 111 North Fairchild Street, Madison, Wisconsin. The lease term began on October 1, 2017 and ends on December 31, 2027. Rent payments commenced on January 1, 2018 at the monthly rate of \$8,796 and will increase 3% each successive January 1. The Foundation has the option to extend the lease for two successive periods of five years each, at the prevailing market rent to be negotiated with the landlord prior to the extension. As it is not reasonably certain that the options will be exercised, they have not been included in the calculation of the right-of-use asset.

The lease is accounted for as an operating lease under authoritative accounting guidance. The operating lease right-of-use asset and operating lease liability of \$1,067,000 were recognized based on the present value of the future lease payments over the lease term at commencement date. The Foundation elected to use the risk-free rate for a period comparable to the lease term, 2.35%.

Future rent payments required under the lease as of December 31, 2022 are:

Years ending December 31:	
2023	\$ 122,358
2024	126,029
2025	129,810
2026	133,704
2027	<u>137,714</u>
Total	649,615
Less present value discount	<u>(36,930)</u>
Operating lease liability	<u>\$ 612,685</u>

Operating lease expense was approximately \$118,000 for the years ended December 31, 2022 and 2021.

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14. Concentrations of Credit Risk

Financial instruments that potentially subject the Foundation to concentrations of credit risk consist principally of cash and cash equivalents and short-term investments. The Foundation places substantially all of its cash and liquid investments with high-quality financial institutions and limits the amount of credit exposure to any one financial institution; however, cash balances periodically exceed federally insured limits. The Foundation has not experienced any losses in such accounts and management believes it is not exposed to any significant credit risk.

Approximately 71% of total contributions were from the five highest donors during the years ended December 31, 2022 and 2021.

15. Subsequent Events

The Foundation has evaluated subsequent events through April 6, 2023, which is the date that the consolidated financial statements were approved and available to be issued.