**DECEMBER 31, 2004** 

Report of Independent Accountants	1
Statement of Financial Position - December 31, 2004 with Summarized Financial Information as of December 31, 2003	2
Statement of Activities for the Year Ended December 31, 2004 with Summarized Financial Information for the Year Ended December 31, 2003	3
Statement of Cash Flows for the Year Ended December 31, 2004 with Summarized Financial Information for the Year Ended December 31, 2003	4
Notes to Financial Statements	5-10
Report of Independent Accountants on Supplementary Information	11
Schedule of General and Administrative Expenses for the Year Ended December 31, 2004 with Summarized Financial Information for the Year Ended December 31, 2003	12

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#### **Report of Independent Accountants**

To the Board of Trustees The Community Foundation of Southeastern Connecticut, Inc.

We have audited the accompanying statement of financial position of The Community Foundation of Southeastern Connecticut, Inc., as of December 31, 2004 and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year summarized comparative information was derived from the Foundation's 2003 financial statements, and, in our report dated March 26, 2004, we expressed an unqualified opinion on those statements.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Community Foundation of Southeastern Connecticut, Inc., as of December 31, 2004 and the change in its net assets and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

April 1, 2005

Blum, Shapino + Company, P.C.

## STATEMENT OF FINANCIAL POSITION

# **DECEMBER 31, 2004**

(With Summarized Financial Information as of December 31, 2003)

	_	2004	_	2003
ASSETS				
Cash and cash equivalents	\$	44,648	\$	25,661
Investments		19,207,806		17,254,684
Contributions receivable, net		63,075		427,464
Split-interest agreements:				
Pooled income fund		151,154		183,277
Beneficial interest in perpetual trust		3,644,308		3,480,602
Charitable remainder trust		1,006,223		1,074,935
Charitable gift annuity		18,620		16,883
Property and equipment, net		300,385		313,623
Other assets	-	1,279	-	
Total Assets	\$_	24,437,498	\$_	22,777,129
LIABILITIES AND NET ASSETS				
Current Liabilities				
Grants payable	\$	52,976	\$	47,754
Accounts payable		31,016		33,269
Deferred revenue		9,000		-
Liability under split-interest agreements		35,050		42,229
Total current liabilities	_	128,042	_	123,252
Liability Under Gift Annuity	_	8,130	_	8,321
Net Assets				
Unrestricted:				
Board designated, capital		5,682		_
Board designated, administrative endowment		730,681		629,076
Undesignated		18,735,253		17,262,803
Total unrestricted	_	19,471,616	_	17,891,879
Temporarily restricted		233,999		248,113
Permanently restricted		4,595,711		4,505,564
Total net assets	_	24,301,326	_	22,645,556
Total Liabilities and Net Assets	\$_	24,437,498	\$_	22,777,129

## STATEMENT OF ACTIVITIES

# FOR THE YEAR ENDED DECEMBER 31, 2004

(With Summarized Financial Information for the Year Ended December 31, 2003)

2004						2003			
		Unrestricted	Temporarily Restricted		Permanently Restricted		Total	_	Total
		<u> </u>	Itestifetea		Itestricted	-	10001	-	10001
Revenues, Gains and Other Support									
Contributions	\$	1,302,181 \$	44,100	\$	_	\$	1,346,281	\$	1,588,214
Change in value of split-interest									
agreements		1,546	13,580		(73,559)		(58,433)		366,183
Change in value of perpetual trust		-	-		163,706		163,706		360,243
Net realized and unrealized gain on									
investments		1,272,564	-		_		1,272,564		2,085,406
Investment income		503,864	-		-		503,864		845,172
Special events		47,460	-		_		47,460		45,558
Rental income		18,480	-		_		18,480		7,240
		3,146,095	57,680		90,147	-	3,293,922	_	5,298,016
Less investment fees		114,223	-		-		114,223		92,284
Total support		3,031,872	57,680		90,147	-	3,179,699	_	5,205,732
Net assets released from purpose		, ,	ŕ		•				
restrictions		71,794	(71,794)		_		_		_
Total revenues, gains and						-			
other support		3,103,666	(14,114)		90,147	-	3,179,699	_	5,205,732
Expenses									
Program services:									
Grants		810,721	-		_		810,721		910,572
Scholarships		216,048	-		_		216,048		141,094
Other grant expenses		139,105	-		-		139,105		147,580
Total program services		1,165,874	-		-		1,165,874	_	1,199,246
Supporting services:									
General and administrative expenses		332,011	-		_		332,011		331,614
Special events expenses		26,042	-		_		26,042		20,740
Total supporting services		358,053	-		-		358,053	_	352,354
Total expenses		1,523,927				-	1,523,927	_	1,551,600
Increase (Decrease) in Net Assets		1,579,739	(14,114)		90,147		1,655,772		3,654,132
Net Assets - Beginning of Year		17,891,877	248,113		4,505,564	-	22,645,554	_	18,991,424
Net Assets - End of Year	\$	19,471,616 \$	233,999	\$	4,595,711	\$	24,301,326	\$_	22,645,556

# STATEMENT OF CASH FLOWS

## FOR THE YEAR ENDED DECEMBER 31, 2004

(With Summarized Financial Information for the Year Ended December 31, 2003)

	_	2004	_	2003
Cash Flows from Operating Activities				
Increase in net assets	\$	1,655,772	\$	3,654,132
Adjustments to reconcile increase in net assets to net cash	Ψ	1,055,772	Ψ	3,03 1,132
provided by operating activities:				
Depreciation		15,197		15,127
Net realized and unrealized gains on investments		(1,272,564)		(2,085,406)
(Increase) decrease in operating assets:		(1,272,304)		(2,003,400)
Contributions receivable		326,508		(370,372)
Assets in trust - charitable remainder trust		68,712		(390,068)
Assets in trust - pooled income fund		32,123		19,309
Assets in trust - charitable gift annuity		(1,737)		(1,850)
Beneficial interest in perpetual trust		(1,737) $(163,706)$		(360,243)
Increase (decrease) in operating liabilities:		(103,700)		(300,243)
Accounts payable		(2,253)		28,800
1 0		5,220		(10,484)
Grants payable Liability under charitable gift annuity		(191)		( , ,
Deferred revenue		,		(880)
	_	1,821	-	42,229
Net cash provided by operating activities	_	664,902	-	540,294
Cash Flows from Investing Activities				
Proceeds from sale of investments		5,136,461		28,834,849
Purchases of investments		(5,817,018)		(29,681,913)
Purchase of property and equipment		(1,960)		(3,576)
Net cash used in investing activities	_	(682,517)	_	(850,640)
	_	(00=,00)	-	(000,000)
Cash Flows from Financing Activities				
Proceeds from contributions restricted for Women and Girls Fund		36,602		21,160
Net cash provided by financing activities	_	36,602	_	21,160
Net Increase (Decrease) in Cash and Cash Equivalents		18,987		(289,186)
Cash and Cash Equivalents - Beginning of Year	_	25,661	_	314,847
Cash and Cash Equivalents - End of Year	\$_	44,648	\$_	25,661

#### NOTES TO FINANCIAL STATEMENTS

#### Note 1 - Summary of Significant Accounting Policies:

**Nature of Activity** - The Community Foundation of Southeastern Connecticut, Inc. (the Foundation) is a nonprofit corporation located in New London, Connecticut. It promotes local philanthropy among the residents of eleven towns by building a permanent endowment to support programs offered by local nonprofit organizations. It solicits contributions from individuals and businesses, invests them for the long term, and distributes grants and scholarships from the earnings of those invested funds. It supports the arts and education, health and human services, civic and environmental causes.

**Prior Year Summarized Financial Information** - The financial statements include certain prior year summarized financial information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Foundation's audited financial statements as of and for the year ended December 31, 2003, from which the summarized information was derived.

**Basis of Accounting and Presentation** - The Foundation prepares its financial statements in accordance with accounting principles generally accepted in the United States of America (GAAP). Accordingly, the accounts of the Foundation are reported in the following categories:

**Unrestricted Net Assets** - Unrestricted net assets represent available resources other than donor-restricted contributions. GAAP provides that if the governing body of an organization has the unilateral power to redirect the use of a donor's contribution to another beneficiary, such contributions must be classified as unrestricted net assets. The Board of Trustees of the Foundation has that ability known as variance power. Accordingly, the Foundation's financial statements classify substantially all funds, including the corpus of endowment funds, as unrestricted net assets.

**Temporarily Restricted Net Assets** - Temporarily restricted net assets represent contributions which are restricted by the donor as to purpose or time of expenditure. This classification includes income and appreciation, subject to purpose restrictions, and split-interest agreements, as discussed below.

**Permanently Restricted Net Assets** - Permanently restricted net assets represent resources which have donor-imposed restrictions that require that the principal be maintained in perpetuity but permit the Foundation to expend the income earned thereon. These permanently restricted net assets include the Foundation's proportionate share of the principal amount of irrevocable trusts with outside trustees, for which trusts the Foundation is an income beneficiary.

**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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Significant estimates include those used in determining the present value of split interest agreements.

Cash and Cash Equivalents - For purposes of the statement of cash flows, the Foundation considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents, exclusive of cash equivalents held by investment managers. The Foundation's deposits in financial institutions may, at times, exceed federal depository insurance limits. However, management believes the Foundation is not subject to significant credit risk on its deposits.

**Property and Equipment** - Property and equipment acquisitions and improvements thereon that exceed \$500 are capitalized at cost and depreciated on a straight-line basis over their estimated useful lives ranging from 3 to 40 years. Donated property and equipment are carried at the fair value at the date of donation.

**Donated Assets** - Donated marketable securities and other noncash donations are recorded as contributions at their fair values at the date of donation.

**Investments** - Investments in equity securities with readily determinable fair values and investments in debt securities are carried at fair value in the statement of financial position. Realized and unrealized gains and losses on these investments are reported in the statement of activities as increases or decreases in unrestricted net assets unless their use is temporarily or permanently restricted by explicit donor stipulations or by law. Investment income and gains restricted by donors are reported as increases in unrestricted net assets if the restrictions are met in the same reporting period in which the income and gains are recognized.

**Income Tax Status** - The Foundation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. The Foundation has also been classified as an entity that is not a private foundation within the meaning of Section 509(a) and qualifies for deductible contributions as provided in Section 170(b)(1)(A).

**Split-Interest Agreements** - Split-interest agreements consist of assets placed in trust for the benefit of the Foundation and other beneficiaries. Revocable split-interest agreements are not recorded as contributions unless enforceable by law. Irrevocable split-interest agreements are recorded as contributions at fair value when the assets are received or when the Foundation is notified of the existence of the agreement. The accounting treatment varies depending upon the type of the agreement created and whether the Foundation or a third party is the trustee. See Note 4 for a further discussion of split-interest agreements.

Contributions - Unconditional contributions are recognized when pledged or received, as applicable, and are considered to be available for unrestricted use unless specifically restricted by the donor. Contributions receivable expected to be collected in more than one year are discounted to their present value. The Foundation reports nongovernmental contributions and grants of cash and other assets as temporarily restricted support if they are received with donor stipulations that limit their use. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Contributions received whose restrictions are met in the same period are presented with unrestricted net assets. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

**Spending Policy** - Investment funds consist of numerous component named funds, both unrestricted and restricted, which are gifts to the Foundation to be invested as permanent funds of the Foundation. The Foundation's endowment is managed for perpetuity and the maintenance of purchasing power. The spending rule currently used by the Investment Committee sets gross Foundation spending at

approximately 5% annually of the three-year rolling average of its endowed funds. The Foundation intends to increase its distributions by at least the amount of inflation each year, but may hold spending levels flat during extended periods of poor market performance. Recognizing the need to balance immediate needs against those of future generations, the Foundation will maintain a distribution corridor between 4-6% of the three-year rolling average. In years of sustained market strength, the Foundation may consider creating a future reserve or declare a "community dividend" for that period only.

All permanent endowment funds are managed on the "total value" concept. Earnings are primarily used for grant distribution and/or reinvestment, as well as to defray the fund's share of operating expenses with the balance retained so that the fund principal keeps pace with inflation.

**Functional Allocation of Expense** - The costs of providing various programs and other activities has been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

**Reclassifications** - Certain reclassifications have been made to the prior year's amounts to make them comparable with the current year's presentation.

#### Note 2 - **Investments**:

Investments consist of the following as of December 31, 2004 and 2003:

	2004	 2003
Cash equivalents	\$ 1,856,201	\$ 315,914
Common stocks	12,410,968	11,295,505
Fixed income	4,071,046	5,143,265
Other	869,591	 500,000
Total Investments	\$ 19,207,806	\$ 17,254,684

#### **Note 3 - Contributions Receivable:**

Contributions receivable consists primarily of pledges receivable from numerous individuals for the "Women & Girls Initiative." Contributions receivable as of December 31, 2004 and 2003, are expected to be collected as follows:

	 2004		2003
Receivable in less than one year	\$ 38,655	\$	412,807
Receivable in one to five years	26,855		15,010
Receivable in more than five years	833		1,400
Total contributions receivable	 66,343	-	429,217
Less discounts to net present value	 3,268		1,753
Net Contributions Receivable	\$ 63,075	\$	427,464

#### **Note 4 - Split-Interest Agreements:**

Beneficial Interest in Perpetual Trusts - The Foundation retains a beneficial interest in a trust established by Dorothy L. Morgan, held by an unrelated trustee. Under this arrangement, the Foundation receives investment income from the trust but does not have access to the principal. The beneficial interest is carried at the present value of estimated future receipts from the trust, which is measured by the fair market value of the assets in the trust. Changes in the carrying amount of the beneficial interest are recognized as increases or decreases in permanently restricted net assets. Distributions received from the trust and included in investment return in the statements of activities for the years ended December 31, 2004 and 2003, was \$179,153 and \$184,518, respectively.

Assets in Trust - Charitable Remainder Trust - A charitable remainder trust is an arrangement in which a donor establishes and funds a trust that is held by a third party with the grantor as the named life beneficiary. The trust provides for the payment of distributions to the grantor or other designated beneficiaries over the trust's term, usually the designated beneficiary's lifetime. At the end of the trust's term, the remaining assets are available for the Foundation's use. The portion of the trust attributable to the present value of the future benefits to be received by the Foundation was recognized in the statement of activities as a permanently restricted contribution in the period the trust was established. On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. The liability is calculated using the Federal Applicable Rate for a remainder interest under Internal Revenue Code Section 7520 and applicable mortality tables.

**Assets in Trust - Pooled Income Fund -** The Foundation established a pooled income fund which is held in trust by a third party. Contributions to the fund represent an irrevocable agreement in which the remainder interest in such contributions reverts to the Foundation. The donor retains a life interest in the income earned on such assets for one or more named beneficiaries. Contributions from multiple donors are commingled for investment purposes. The respective funds are unitized based upon the relationship of the fair value of the contributions to the fair value of the pool as a whole at the time the donor enters the pool. On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. Upon termination of the life interest, the units attributable to that life tenant revert to the Foundation.

Charitable Gift Annuities - The Foundation established a charitable gift annuity program in 2002. Under the terms of the program, contributions are received from donors in exchange for a promise by the Foundation to pay a fixed amount for a specified period of time to a donor or individuals designated by the donor. Annuity contracts may be established for either one or two lives and provide that fixed payments be made to the annuitants for the remainder of their lives. Upon termination of the annuity contract, any remaining assets revert to the Foundation for purposes as specified in the charitable gift annuity contract. On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. There were no contributions to the program during 2004 and 2003.

#### Note 5 - **Property and Equipment:**

The following is a summary of property and equipment as of December 31, 2004 and 2003:

	_	2004	 2003
Land and building	\$	309,492	\$ 307,532
Furniture, fixtures and equipment		60,643	60,643
	_	370,135	 368,175
Less accumulated depreciation	_	69,750	 54,552
Net Property and Equipment	\$_	300,385	\$ 313,623

#### Note 6 - Temporarily Restricted Net Assets:

Temporarily restricted net assets represent contributions, gifts and income from investments that must be used for the purposes specified by the donor. At December 31, 2004 and 2003, temporarily restricted net assets are comprised as follows:

	 2004	 2003
Vergason Trust	\$ 21,395	\$ 11,773
Pooled income funds, net	116,104	141,048
Women & Girls Funds	63,075	57,092
Clement Trust	 33,425	 38,200
	\$ 233,999	\$ 248,113

#### Note 7 - Permanently Restricted Net Assets:

At December 31, 2004 and 2003, permanently restricted net assets consisted of the following:

	.=	2004	 2003
Dorothy L. Morgan Perpetual Trust Lawrence P. and Marjory B. Smith	\$	3,644,308	\$ 3,480,602
Charitable Remainder Trust	-	951,403	 1,024,962
	\$	4,595,711	\$ 4,505,564

#### Note 8 - **Commitments**:

As of December 31, 2004, the Foundation has conditional commitments to pay grants and scholarships of approximately \$58,000.

#### **Note 9 - Description of Functional Expense Categories:**

**Grants** - The Foundation distributes grants from discretionary, donor advised and designated funds to organizations and projects that benefit the communities of East Lyme, Groton, Ledyard, Lyme, Montville, Stonington, North Stonington, Old Lyme, New London, Salem and Waterford. The Foundation's grant making strategy is intended to strengthen the capacity of local nonprofit organizations and the community as a whole. Grants are awarded across a broad range of fields.

**Scholarships** - The Foundation distributes scholarship awards from managed scholarship funds according to the criteria established by the donor. The Foundation also distributes scholarship awards from its own discretionary funds by committee. Recipients are primarily students graduating from high school who are planning to further their education, typically from East Lyme, Groton, Ledyard, Lyme, Montville, Stonington, North Stonington, Old Lyme, New London, Salem and Waterford.

**Fundraising, General and Administrative** - These functions are necessary to develop new donors and cultivate existing donors, to maintain and ensure an adequate working environment, to provide coordination and articulation of the Foundation's program strategy and to ensure proper administrative functioning of the Board of Directors and management of the financial and budgetary responsibilities of the Foundation.

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#### Report of Independent Accountants on Supplementary Information

To the Board of Trustees The Community Foundation of Southeastern Connecticut, Inc.

Blum, Shapino + Company, P.C.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of general and administrative expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

April 1, 2005

## SCHEDULE OF GENERAL AND ADMINISTRATIVE EXPENSES

# FOR THE YEAR ENDED DECEMBER 31, 2004

(With Summarized Financial Information for the Year Ended December 31, 2003)

	_	2004	_	2003
Salaries	\$	196,944	\$	176,287
Employee benefits	-	21,116	_	17,934
Payroll taxes		15,570		14,727
Consulting		2,655		6,848
Professional fees		19,471		18,070
Annual report		4,161		4,011
Other operating expenses		3,456		19,576
Publications		6,749		5,389
Utilities		5,580		7,231
Software support		3,898		4,402
Repairs and maintenance		5,482		6,174
Travel and meetings		1,224		3,103
Insurance		4,705		4,617
Real estate taxes		1,370		4,238
Telephone		2,916		2,824
Training and educational expenses		1,668		2,860
Postage		2,520		1,842
Office supplies		2,693		1,718
In-kind services		_		2,500
Mailings		2,200		2,196
Donor development		1,585		2,055
Parking		1,452		2,046
Marketing		1,570		1,729
Payroll processing fees		880		967
Dues and subscriptions		387		865
Trustee meetings		1,530		1,296
Bank fees		2,484		860
Printing and copying		-		122
Equipment rental		2,548		-
General and administrative expenses before depreciation		316,814		316,487
Depreciation	_	15,197	_	15,127
Total General and Administrative Expenses	\$_	332,011	\$_	331,614