

University of Southern Indiana Foundation

Auditor's Report and Consolidated Financial Statements

June 30, 2013 and 2012



University of Southern Indiana Foundation
June 30, 2013 and 2012

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Independent Auditor's Report on Consolidated Financial Statements and Supplementary Information

Board of Directors
University of Southern Indiana Foundation
Evansville, Indiana

We have audited the accompanying consolidated financial statements of the University of Southern Indiana Foundation (Foundation), which comprise the consolidated statements of financial position as of June 30, 2013 and 2012, and the related consolidated statements of activities and cash flows for the years then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Foundation's preparation and fair presentation of the consolidated 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 Foundation'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 consolidated financial statements.

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Foundation as of June 30, 2013 and 2012, 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.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying supplementary consolidating information listed in the table of contents is presented for purpose of additional analysis of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the consolidating information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

BKD, LLP

Evansville, Indiana
October 8, 2013

University of Southern Indiana Foundation
Consolidated Statements of Financial Position
June 30, 2013 and 2012

Assets

	2013	2012
Cash	\$ 708,512	\$ 599,014
Accounts and interest receivable	51,908	83,176
Contributions receivable, net	5,596,260	4,729,501
Prepaid expenses	19,450	17,535
Investments	79,900,086	70,416,808
Cash value of life insurance	325,070	258,726
Beneficial interest in charitable remainder trusts	711,262	680,416
Beneficial interest in perpetual trusts	3,221,092	3,005,440
Beneficial interest in Community Foundation	59,045	55,467
Real estate held for investment	2,471,215	2,406,765
Land	225,468	289,918
Buildings, net of accumulated depreciation; 2013 – \$252,631, 2012 – \$215,818	493,625	669,488
Buildings held for disposal, net of accumulated depreciation; 2013 – \$0, 2012 – \$47,972	-	207,428
Property management deposits	<u>4,275</u>	<u>3,775</u>
Total assets	<u>\$ 93,787,268</u>	<u>\$ 83,423,457</u>

Liabilities and Net Assets

Liabilities

Accounts payable	\$ 40,828	\$ 30,038
Deposits	3,200	2,700
Deferred income	3,300	14,610
Payable to related parties	487,419	415,111
Annuities payable	<u>2,025,132</u>	<u>1,912,038</u>
Total liabilities	<u>2,559,879</u>	<u>2,374,497</u>

Net Assets

Unrestricted	13,108,659	12,443,665
Temporarily restricted	41,043,320	32,819,586
Permanently restricted	<u>37,075,410</u>	<u>35,785,709</u>
Total net assets	<u>91,227,389</u>	<u>81,048,960</u>
Total liabilities and net assets	<u>\$ 93,787,268</u>	<u>\$ 83,423,457</u>

University of Southern Indiana Foundation
Consolidated Statements of Activities
Years Ended June 30, 2013 and 2012

	2013			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Revenues and Other Support				
Contributions	\$ 260,646	\$ 3,775,426	\$ 527,169	\$ 4,563,241
Change in value of split-interest agreements	-	(36,756)	(559)	(37,315)
Rental loss, net	(25,400)	-	-	(25,400)
Miscellaneous income	90,571	115,130	-	205,701
Reclassification of donor intent	-	(240,331)	240,331	-
Net assets released from restrictions	<u>2,597,709</u>	<u>(2,597,709)</u>	<u>-</u>	<u>-</u>
Total revenues and other support	<u>2,923,526</u>	<u>1,015,760</u>	<u>766,941</u>	<u>4,706,227</u>
Expenses				
Programs – University of Southern Indiana				
Scholarships and awards	1,705,639	-	-	1,705,639
Educational grants and academic enhancements	489,628	-	-	489,628
Athletic support	67,118	-	-	67,118
Other University support	515,704	-	-	515,704
Community outreach	<u>47,823</u>	<u>-</u>	<u>-</u>	<u>47,823</u>
Total program services	2,825,912	-	-	2,825,912
Management and general	497,802	-	-	497,802
Fundraising	348,736	-	-	348,736
Uncollectible pledge loss	<u>-</u>	<u>35,154</u>	<u>433</u>	<u>35,587</u>
Total expenses	<u>3,672,450</u>	<u>35,154</u>	<u>433</u>	<u>3,708,037</u>
Other Changes				
Investment income, net	1,639,962	7,161,209	307,541	9,108,712
Change in value of beneficial interest in trusts	-	3,578	215,652	219,230
Mineral royalty income	98,730	-	-	98,730
Loss on disposal of property	(324,774)	-	-	(324,774)
Property contribution – University of Southern Indiana	-	-	-	-
Gain on cash value of life insurance	<u>-</u>	<u>78,341</u>	<u>-</u>	<u>78,341</u>
Total other changes	<u>1,413,918</u>	<u>7,243,128</u>	<u>523,193</u>	<u>9,180,239</u>
Change in Net Assets	664,994	8,223,734	1,289,701	10,178,429
Net Assets, Beginning of Year	<u>12,443,665</u>	<u>32,819,586</u>	<u>35,785,709</u>	<u>81,048,960</u>
Net Assets, End of Year	<u>\$ 13,108,659</u>	<u>\$ 41,043,320</u>	<u>\$ 37,075,410</u>	<u>\$ 91,227,389</u>

See Notes to Consolidated Financial Statements

2012

Unrestricted	Temporarily Restricted	Permanently Restricted	Total
\$ 111,267	\$ 5,533,200	\$ 2,143,664	\$ 7,788,131
-	(100,540)	(66,230)	(166,770)
(42,570)	-	-	(42,570)
88,735	134,228	-	222,963
-	(97,682)	97,682	-
<u>2,671,556</u>	<u>(2,671,556)</u>	<u>-</u>	<u>-</u>
<u>2,828,988</u>	<u>2,797,650</u>	<u>2,175,116</u>	<u>7,801,754</u>
1,620,068	-	-	1,620,068
607,555	-	-	607,555
48,946	-	-	48,946
541,417	-	-	541,417
<u>28,089</u>	<u>-</u>	<u>-</u>	<u>28,089</u>
2,846,075	-	-	2,846,075
573,181	-	-	573,181
208,397	-	-	208,397
<u>-</u>	<u>28,485</u>	<u>-</u>	<u>28,485</u>
<u>3,627,653</u>	<u>28,485</u>	<u>-</u>	<u>3,656,138</u>
629,510	319,318	798	949,626
-	(4,291)	(86,989)	(91,280)
122,142	-	-	122,142
(94,805)	-	-	(94,805)
(27,360)	-	-	(27,360)
<u>-</u>	<u>79,890</u>	<u>-</u>	<u>79,890</u>
<u>629,487</u>	<u>394,917</u>	<u>(86,191)</u>	<u>938,213</u>
(169,178)	3,164,082	2,088,925	5,083,829
<u>12,612,843</u>	<u>29,655,504</u>	<u>33,696,784</u>	<u>75,965,131</u>
<u>\$ 12,443,665</u>	<u>\$ 32,819,586</u>	<u>\$ 35,785,709</u>	<u>\$ 81,048,960</u>

University of Southern Indiana Foundation
Consolidated Statements of Cash Flows
Years Ended June 30, 2013 and 2012

	2013	2012
Operating Activities		
Change in net assets	\$ 10,178,429	\$ 5,083,829
Adjustments to reconcile change in net assets to net cash provided by operating activities		
Net realized gain on sale of investments	(1,102,374)	(470,606)
Loss on disposal of property	324,776	94,805
Contribution of investments and real estate, net	(561,461)	(415,138)
Depreciation	58,515	44,168
Property contribution – University of Southern Indiana	-	27,360
Unrealized (gain) loss on investments	(6,097,772)	1,528,945
Changes in		
Accounts and interest receivable	31,268	10,549
Contributions receivable	(866,759)	(3,903,261)
Beneficial interest investments	(250,076)	99,945
Prepaid expenses	(1,915)	(15,551)
Increase in cash value of life insurance	(66,344)	(79,890)
Accounts payable and payable to related parties	83,098	(42,609)
Deposits	-	250
Annuities payable	113,094	830,385
Deferred income	<u>(11,310)</u>	<u>10,875</u>
Net cash provided by operating activities	<u>1,831,169</u>	<u>2,804,056</u>
Investing Activities		
Improvements to land and buildings	-	(37,765)
Purchase of investments	(10,158,576)	(10,287,297)
Sales and maturities of investments	8,381,690	8,615,503
Change in cash investments	<u>55,215</u>	<u>(1,201,447)</u>
Net cash used in investing activities	<u>(1,721,671)</u>	<u>(2,911,006)</u>
Increase (Decrease) in Cash	109,498	(106,950)
Cash, Beginning of Year	<u>599,014</u>	<u>705,964</u>
Cash, End of Year	<u>\$ 708,512</u>	<u>\$ 599,014</u>

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The University of Southern Indiana Foundation (Foundation) is a not-for-profit organization the mission and principal activity of which is to support the activities of the University of Southern Indiana (University) and includes the activities of various University support organizations. The Foundation's revenues and other support are derived principally from contributions and its activities are conducted principally in the Southwest Indiana area.

Principles of Consolidation

The consolidated financial statements include the accounts of the Foundation and its wholly owned subsidiary, Southern Indiana Higher Education Holdings, LLC. All significant intercompany accounts and transactions have been eliminated in consolidation. Operational income of the subsidiary is minimal.

Use of Estimates

The preparation of consolidated 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 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, expenses, gains, losses and other changes in net assets during the reporting period. Actual results could differ from those estimates.

Cash

The Foundation considers all liquid investments with original maturities of three months or less to be cash equivalents. At June 30, 2013 and 2012, the Foundation did not have any cash equivalents.

At June 30, 2013, the Foundation's cash accounts did not exceed federally insured limits.

Investments and Investment Return

Investments in equity securities having a readily determinable fair value and all debt securities are carried at fair value. Investment return includes dividend, interest and other investment income, realized and unrealized gains and losses on investments carried at fair value and realized gains and losses on other investments. Investment return is presented net of fees.

Investment return that is initially restricted by donor stipulation and for which the restriction will be satisfied in the same year is included in unrestricted net assets. Other investment return is reflected in the consolidated statements of activities as unrestricted, temporarily restricted or permanently restricted based upon the existence and nature of any donor or legally imposed restrictions.

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The Foundation maintains pooled investment accounts for its endowments. Investment income and realized and unrealized gains and losses from securities in the pooled investment accounts are allocated quarterly to the individual endowments based on the relationship of the fair value of the interest of each endowment to the total fair value of the pooled investment accounts, as adjusted for additions to or deductions from those accounts.

Investments in real estate are recorded at the fair market value when donated or at the lower of cost or market if purchased. The properties held for investment are not depreciated.

Property and Equipment

Property and equipment are depreciated on a straight-line basis over the estimated useful life of each asset.

Long-Lived Asset Impairment

The Foundation evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

Impairment losses of \$324,776 were recognized for two buildings for the year ended June 30, 2013, based on the Foundation no longer utilizing the buildings. The Foundation demolished one of the buildings during the year ended June 30, 2013, and plans to demolish the other property in the coming fiscal year. The loss is included in loss on disposal of property in the accompanying consolidated statements of activities. No asset impairment was recognized during the year ended June 30, 2012.

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are those which use by the Foundation has been limited by donors to a specific time period or purpose. Unconditional promises to give that are due in future periods and are not permanently restricted are classified as temporarily restricted net assets. Permanently restricted net assets have been restricted by donors to be maintained by the Foundation in perpetuity.

Contributions

Gifts of cash and other assets received without donor stipulations are reported as unrestricted revenue and net assets. Gifts received with a donor stipulation that limits their use are reported as temporarily or permanently restricted revenue and net assets. When a donor-stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statements of activities as net

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Notes to Consolidated Financial Statements

June 30, 2013 and 2012

assets released from restrictions. Gifts and investment income that are originally restricted by the donor and for which the restriction is met in the same time period are recorded as temporarily restricted and then released from restriction.

Gifts of land, buildings, equipment and other long-lived assets are reported as unrestricted revenue and net assets unless explicit donor stipulations specify how such assets must be used, in which case the gifts are reported as temporarily or permanently restricted revenue and net assets. Absent explicit donor stipulations for the time long-lived assets must be held, expirations of restrictions resulting in reclassification of temporarily restricted net assets as unrestricted net assets are reported when the long-lived assets are placed in service.

Unconditional gifts expected to be collected within one year are reported at their net realizable value. Unconditional gifts expected to be collected in future years are reported at the present value of estimated future cash flows. The resulting discount is amortized using the level-yield method and is reported as contribution revenue.

Conditional gifts depend on the occurrence of a specified future and uncertain event to bind the potential donor and are recognized as assets and revenue when the conditions are substantially met and the gift becomes unconditional.

Contributed Services

Contributions of services are recognized as revenue at their estimated fair value only when the services received create or enhance nonfinancial assets or require specialized skills possessed by the individuals providing the service and the service would typically need to be purchased if not donated.

No amounts have been reflected in the consolidated financial statements for donated services because the Foundation generally pays for services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Foundation with specific assistance programs, solicitations and various committee assignments.

Income Taxes

The Foundation is exempt from income taxes under Section 501 of the Internal Revenue Code and a similar provision of state law. However, the Foundation is subject to federal income tax on any unrelated business taxable income.

The Foundation files tax returns in U.S. federal and state jurisdictions. With a few exceptions, the Foundation is no longer subject to U.S. federal and state examinations by tax authorities for years before 2009.

Functional Allocation of Expenses

The costs of supporting the various programs and other activities have been summarized on a functional basis in the consolidated statements of activities. Certain costs have been allocated among the program, management and general and fundraising categories based on actual direct expenditures and other methods.

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Subsequent Events

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

Note 2: Contributions Receivable

Contributions receivable at June 30 consisted of the following:

	2013		
	Temporarily Restricted	Permanently Restricted	Total
Due within one year	\$ 2,157,732	\$ 172,186	\$ 2,329,918
Due in one to five years	2,646,731	150,374	2,797,105
Due in five or more years	<u>690,227</u>	<u>-</u>	<u>690,227</u>
	5,494,690	322,560	5,817,250
Less			
Allowance for uncollectible contributions	28,000	-	28,000
Unamortized discount	<u>186,635</u>	<u>6,355</u>	<u>192,990</u>
	<u>\$ 5,280,055</u>	<u>\$ 316,205</u>	<u>\$ 5,596,260</u>

The discount rate used was 1.14 percent for 2013. Approximately 79 percent of the contributions receivable at June 30, 2013, were due from three donors.

	2012		
	Temporarily Restricted	Permanently Restricted	Total
Due within one year	\$ 1,142,222	\$ 87,992	\$ 1,230,214
Due in one to five years	2,751,788	224,981	2,976,769
Due in five or more years	<u>757,878</u>	<u>-</u>	<u>757,878</u>
	4,651,888	312,973	4,964,861
Less			
Allowance for uncollectible contributions	23,500	-	23,500
Unamortized discount	<u>201,373</u>	<u>10,487</u>	<u>211,860</u>
	<u>\$ 4,427,015</u>	<u>\$ 302,486</u>	<u>\$ 4,729,501</u>

The discount rate used was 1.28 percent for 2012. Approximately 81 percent of the contributions receivable at June 30, 2012, were due from two donors.

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Contributions receivable designated for specific purposes and with time restrictions at June 30 were as follows:

	<u>2013</u>	<u>2012</u>
Scholarships and awards	\$ 292,329	\$ 183,948
Educational grants and academic enhancements	2,032,168	1,340,160
Athletic support	82,462	57,078
Other University support	806,518	606,391
Capital projects	2,252,705	2,415,027
Community outreach	9,130	18,605
Time restrictions	<u>120,948</u>	<u>108,292</u>
	<u>\$ 5,596,260</u>	<u>\$ 4,729,501</u>

Note 3: Conditional Gifts

The Foundation has received two conditional promises to give as of June 30, 2013 and 2012, relating to its Campaign USI: Elevating Excellence. These conditional gifts were \$3,000,000, of which \$185,500 has been recognized as a contribution receivable as of June 30, 2013. The remaining conditional pledge will be recognized upon receipt by the Foundation of contributions from alumni, employees and retirees of the University. The recognized contribution receivable will be paid from the estates of the two donors.

Note 4: Investments and Investment Return

Investments at June 30 consisted of the following:

	<u>Market</u>	
	<u>2013</u>	<u>2012</u>
Short-term investments	\$ 2,856,425	\$ 2,911,640
U.S. Treasury securities	2,331,253	3,561,402
Corporate debt securities	2,426,360	3,017,208
Certificates of deposit	-	162,882
Common stocks	8,452,221	8,372,568
Preferred stocks	-	511,759
Mutual funds		
Fixed income	11,998,236	11,745,713
International	13,713,413	11,416,919
Large cap	26,890,841	20,567,491
Small cap	9,091,339	7,026,746
Alternative investment – private investment fund	<u>2,139,998</u>	<u>1,122,480</u>
	<u>\$ 79,900,086</u>	<u>\$ 70,416,808</u>

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
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Included in the Foundation's investments above are investments subject to split-interest agreements with a fair market value of \$76,192 and \$69,471 as of June 30, 2013 and 2012, respectively.

The aggregate amount of deficiencies in the fair values of assets for all donor-restricted endowment funds that are less than the level required by donor stipulations was \$40 and \$9,485 as of June 30, 2013 and 2012, respectively.

Total investment return at June 30 was comprised of the following:

	2013	2012
Interest and dividend income	\$ 2,041,447	\$ 2,124,802
Investment management fees	<u>(132,881)</u>	<u>(116,837)</u>
	1,908,566	2,007,965
Net realized and unrealized gains (losses) on investments reported at fair value	<u>7,200,146</u>	<u>(1,058,339)</u>
	<u>\$ 9,108,712</u>	<u>\$ 949,626</u>

Alternative Investments

Except as described below, the fair value of alternative investments has been estimated using the net asset value per share of the investments. Alternative investments held at June 30 consist of the following:

	2013			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Private equity funds (A)	\$ 2,139,998	\$ 1,113,000	N/A	N/A

	2012			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Private equity funds (A)	\$ 1,122,480	\$ 1,869,000	N/A	N/A

- (A) This category includes a private equity fund the primary objective of which is to enable certain qualified investors to participate in closed-end private investment partnerships managed by a management company. These investments are subject to a lock-up period of 10 to 14 years and are subject to general partner approval with respect to transferability. The fund uses the net asset value (NAV) of the underlying funds to determine the fair value of its investments. Accounting principles generally accepted in the United States of America permits, as a practical expedient, a reporting entity to measure the fair value of an investment on the basis of net asset value of the investment if the NAV of the investment is calculated in a manner consistent with the measurement principles of an investment company.

University of Southern Indiana Foundation

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Accordingly, the value of the investment in the underlying partnership is generally increased by additional contributions to the underlying partnership and the partner's share of net earnings from the underlying partnership investment.

Note 5: Beneficial Interest in Trusts

The Foundation is the beneficiary under perpetual trusts administered by outside parties. Under the terms of the trusts, the Foundation has the irrevocable right to receive income earned on the trusts' assets in perpetuity, but never receives the assets held in trust. The estimated value of the expected future cash flows is \$3,221,092 and \$3,005,440, which represents the fair value of the trusts' assets at June 30, 2013 and 2012, respectively. The gain (loss) from these trusts for 2013 and 2012 was \$215,652 and \$(86,989), respectively.

The Foundation has been named a secondary beneficiary in certain charitable remainder trusts administered by outside parties. Upon termination of the trusts, the Foundation will receive the assets remaining in the trusts. Prior to termination of the trusts and transfer of assets, the Foundation records the present value of the estimated residual benefits as assets. At June 30, 2013 and 2012, the residual benefits were valued at \$711,262 and \$680,416, respectively.

Note 6: Annuities Payable

The Foundation has been the recipient of several gift annuities, which require future payments to the donor or their named beneficiaries. The assets received from the donor are recorded at fair value and are recorded in temporarily or permanently restricted funds in accordance with the donor restrictions. The Foundation has recorded a liability at June 30, 2013 and 2012, in the temporarily restricted funds of \$415,688 and \$443,662, respectively, and in the permanently restricted funds of \$1,609,444 and \$1,468,376, respectively, which represents the present value of the future annuity obligations. The liability has been determined using discount rates ranging from approximately 1 percent to 8 percent.

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Note 7: Net Assets

Temporarily Restricted Net Assets

Temporarily restricted net assets at June 30 are available for the following purposes or periods:

	<u>2013</u>	<u>2012</u>
Scholarships and awards	\$ 22,066,373	\$ 17,342,391
Educational grants and academic enhancements	9,459,183	7,938,817
Athletic support	816,332	713,906
Other University support	4,584,025	3,213,326
Capital projects	3,673,415	3,161,690
Community outreach	324,007	341,164
For periods after June 30	<u>119,985</u>	<u>108,292</u>
	<u>\$ 41,043,320</u>	<u>\$ 32,819,586</u>

Athletic support and other University support may be spent on fundraising activities if approved by the officers and/or directors of the support organizations for which the net assets are restricted.

Permanently Restricted Net Assets

Permanently restricted net assets at June 30 are restricted to:

	<u>2013</u>	<u>2012</u>
Investment in perpetuity, the income of which is expendable to support		
Scholarships and awards	\$ 23,740,929	\$ 23,189,488
Educational grants and academic enhancements	6,874,746	6,555,380
Other University support	<u>6,459,735</u>	<u>6,040,841</u>
	<u>\$ 37,075,410</u>	<u>\$ 35,785,709</u>

Net Assets Released From Restrictions

Net assets were released from donor restrictions by receipt of pledge payments, incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors.

	<u>2013</u>	<u>2012</u>
Purpose restrictions released		
Scholarships and awards	\$ 1,611,851	\$ 1,581,798
Educational grants and academic enhancements	471,476	587,241
Athletic support	67,117	48,946
Other University support	399,614	425,482
Community outreach	<u>47,651</u>	<u>28,089</u>
	<u>\$ 2,597,709</u>	<u>\$ 2,671,556</u>

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June 30, 2013 and 2012

Note 8: Endowment

The Foundation's endowment consists of approximately 300 individual funds established for a variety of purposes. The endowment includes both donor-restricted endowment funds and funds designated by the governing body to function as endowments (board-designated endowment funds). As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with endowment funds, including board-designated endowment funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Foundation's governing body has interpreted the *State of Indiana Prudent Management of Institutional Funds Act* (SPMIFA) as requiring preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of donor-restricted endowment funds is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Foundation in a manner consistent with the standard of prudence prescribed by SPMIFA. In accordance with SPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

1. Duration and preservation of the fund
2. Purposes of the Foundation and the fund
3. General economic conditions
4. Possible effect of inflation and deflation
5. Expected total return from investment income and appreciation or depreciation of investments
6. Other resources of the Foundation
7. Investment policies of the Foundation

The composition of net assets by type of endowment fund at June 30 was:

	2013			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Donor-restricted endowment funds	\$ (40)	\$ 14,793,775	\$ 33,600,002	\$ 48,393,737
Board-designated endowment funds	<u>7,906,688</u>	<u>-</u>	<u>-</u>	<u>7,906,688</u>
Total endowment funds	<u>\$ 7,906,648</u>	<u>\$ 14,793,775</u>	<u>\$ 33,600,002</u>	<u>\$ 56,300,425</u>

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	2012			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Donor-restricted endowment funds	\$ (9,485)	\$ 10,194,932	\$ 32,532,478	\$ 42,717,925
Board-designated endowment funds	<u>7,088,896</u>	<u>-</u>	<u>-</u>	<u>7,088,896</u>
Total endowment funds	<u>\$ 7,079,411</u>	<u>\$ 10,194,932</u>	<u>\$ 32,532,478</u>	<u>\$ 49,806,821</u>

Changes in endowment net assets for the years ended June 30 were:

	2013			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment net assets, beginning of year	<u>\$ 7,079,411</u>	<u>\$ 10,194,932</u>	<u>\$ 32,532,478</u>	<u>\$ 49,806,821</u>
Investment return				
Investment income	243,082	1,475,395	80,916	1,799,393
Net appreciation	<u>686,788</u>	<u>4,174,986</u>	<u>226,625</u>	<u>5,088,399</u>
Total investment return	<u>929,870</u>	<u>5,650,381</u>	<u>307,541</u>	<u>6,887,792</u>
Contributions	-	59,256	527,169	586,425
Appropriation of endowment assets for expenditure	(102,633)	(983,899)	-	(1,086,532)
Reclassification of donor intent	-	(126,895)	240,331	113,436
Other changes – uncollectible pledge loss	-	-	(433)	(433)
Other changes – change in value of split-interest agreements	<u>-</u>	<u>-</u>	<u>(7,084)</u>	<u>(7,084)</u>
	<u>(102,633)</u>	<u>(1,051,538)</u>	<u>759,983</u>	<u>(394,188)</u>
Endowment net assets, end of year	<u>\$ 7,906,648</u>	<u>\$ 14,793,775</u>	<u>\$ 33,600,002</u>	<u>\$ 56,300,425</u>

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
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	2012			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment net assets, beginning of year	\$ <u>7,126,534</u>	\$ <u>10,818,133</u>	\$ <u>30,368,898</u>	\$ <u>48,313,565</u>
Investment return				
Investment income	142,943	1,350,333	26,745	1,520,021
Net depreciation	<u>(141,082)</u>	<u>(1,178,993)</u>	<u>(25,947)</u>	<u>(1,346,022)</u>
Total investment return	<u>1,861</u>	<u>171,340</u>	<u>798</u>	<u>173,999</u>
Contributions	100	55,818	2,143,664	2,199,582
Appropriation of endowment assets for expenditure	(49,084)	(904,359)	-	(953,443)
Reclassification of donor intent	-	54,000	97,682	151,682
Other changes – change in value of split-interest agreements	<u>-</u>	<u>-</u>	<u>(78,564)</u>	<u>(78,564)</u>
	<u>(48,984)</u>	<u>(794,541)</u>	<u>2,162,782</u>	<u>1,319,257</u>
Endowment net assets, end of year	\$ <u>7,079,411</u>	\$ <u>10,194,932</u>	\$ <u>32,532,478</u>	\$ <u>49,806,821</u>

Amounts of donor-restricted endowment funds classified as permanently and temporarily restricted net assets at June 30 consisted of:

	2013	2012
Permanently restricted net assets – portion of perpetual endowment funds required to be retained permanently by explicit donor stipulation or SPMIFA	\$ <u>33,600,002</u>	\$ <u>32,532,478</u>
Temporarily restricted net assets – portion of perpetual endowment funds subject to a time restriction under SPMIFA – with purpose restrictions	\$ <u>14,793,775</u>	\$ <u>10,194,932</u>

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From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level the Foundation is required to retain as a fund of perpetual duration pursuant to donor stipulation or SPMIFA. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets and aggregated \$40 and \$9,485 at June 30, 2013 and 2012, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred after investment of new permanently restricted contributions and continued appropriation for certain purposes that was deemed prudent by the governing body.

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding for scholarships and other programs supported by its endowment while seeking to maintain the purchasing power of the endowment. Endowment assets include those assets of donor-restricted endowment funds the Foundation must hold in perpetuity or for donor-specified periods, as well as those assets of board-designated endowment funds. Under the Foundation's policies, endowment assets are invested in a manner that is intended to offer equity and fixed income investments that are diversified among various asset classes, thus minimizing risk of large losses, out-perform inflation by the long-term spending level for endowed funds and maximize total return with reasonable and prudent levels of risk.

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 current yield (investment income such as dividends and interest) and capital appreciation (both realized and unrealized). The Foundation targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

The Foundation's spending policy goals include maintaining reasonable inflation-adjusted spending into the future, providing for sufficient asset growth after spending to preserve the inflation-adjusted value of the assets and smoothing spending on a quarterly basis rather than vary it with short-term changes in interest rates and asset values. The Foundation sets the spending level to balance current need with growth for the future. The current spending rate is 4.5 percent calculated on a rolling twelve-quarter average market value of each endowment fund. This is consistent with the Foundation's objective to maintain the purchasing power of endowment assets held in perpetuity or for a specified term, as well as to provide additional real growth through new gifts and investment return.

Note 9: Disclosures About Fair Value of Assets and Liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

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

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

Recurring Measurements

The following tables present the fair value measurements of assets recognized in the accompanying consolidated statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at June 30:

	Fair Value	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
June 30, 2013				
Investments				
Short-term investments	\$ 1,450,496	\$ 1,450,496	\$ -	\$ -
U.S. Treasury securities	2,331,253	-	2,331,253	-
Corporate debt securities	2,426,360	-	2,426,360	-
Common stocks	8,452,221	8,452,221	-	-
Mutual funds				
Fixed income	11,998,236	11,998,236	-	-
International	13,713,413	13,713,413	-	-
Large cap	26,890,841	26,890,841	-	-
Small cap	9,091,339	9,091,339	-	-
Private investment fund	<u>2,139,998</u>	<u>-</u>	<u>-</u>	<u>2,139,998</u>
	<u>\$ 78,494,157</u>	<u>\$ 71,596,546</u>	<u>\$ 4,757,613</u>	<u>\$ 2,139,998</u>
Beneficial interest in charitable remainder trusts				
	<u>\$ 711,262</u>	<u>\$ -</u>	<u>\$ 711,262</u>	<u>\$ -</u>
Beneficial interest in perpetual trusts				
	<u>\$ 3,221,092</u>	<u>\$ -</u>	<u>\$ 3,221,092</u>	<u>\$ -</u>
Beneficial interest in Community Foundation				
	<u>\$ 59,045</u>	<u>\$ -</u>	<u>\$ 59,045</u>	<u>\$ -</u>

University of Southern Indiana Foundation

Notes to Consolidated Financial Statements

June 30, 2013 and 2012

	Fair Value	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
June 30, 2012				
Investments				
Short-term investments	\$ 1,590,281	\$ 1,590,281	\$ -	\$ -
U.S. Treasury securities	3,561,402	-	3,561,402	-
Corporate debt securities	3,017,208	-	3,017,208	-
Common stocks	8,372,568	8,372,568	-	-
Preferred stocks	511,759	511,759	-	-
Mutual funds				
Fixed income	11,745,713	11,745,713	-	-
International	11,416,919	11,416,919	-	-
Large cap	20,567,491	20,567,491	-	-
Small cap	7,026,746	7,026,746	-	-
Private investment fund	<u>1,122,480</u>	<u>-</u>	<u>-</u>	<u>1,122,480</u>
	<u>\$ 68,932,567</u>	<u>\$ 61,231,477</u>	<u>\$ 6,578,610</u>	<u>\$ 1,122,480</u>
Beneficial interest in charitable remainder trusts				
	<u>\$ 680,416</u>	<u>\$ -</u>	<u>\$ 680,416</u>	<u>\$ -</u>
Beneficial interest in perpetual trusts				
	<u>\$ 3,005,440</u>	<u>\$ -</u>	<u>\$ 3,005,440</u>	<u>\$ -</u>
Beneficial interest in Community Foundation				
	<u>\$ 55,467</u>	<u>\$ -</u>	<u>\$ 55,467</u>	<u>\$ -</u>

University of Southern Indiana Foundation

Notes to Consolidated Financial Statements

June 30, 2013 and 2012

Following is a description of the inputs and valuation methodologies used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated statements of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended June 30, 2013. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified as Level 3 of the hierarchy and include a private investment fund. See the table below for inputs and valuation techniques used for Level 3 securities.

The value of certain investments, classified as a private investment fund, is determined using net asset value (or its equivalent) as a practical expedient. The Foundation does not expect to be able to redeem its investments with the investee within 12 months after the reporting date and, therefore, the investments are categorized as Level 3.

Fair value determinations for Level 3 measurements of securities are the responsibility of the Foundation fiscal officer's office. The Foundation fiscal officer's office challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States of America.

Beneficial Interest in Charitable Remainder Trusts

Fair value is estimated at the present value of the future distributions expected to be received over the term of the agreement. Due to the nature of the valuation inputs, the interest is classified within Level 2 of the hierarchy.

Beneficial Interest in Perpetual Trusts

Fair value is estimated at the present value of the future distributions expected to be received over the term of the agreement. Due to the nature of the valuation inputs, the interest is classified within Level 2 of the hierarchy.

Beneficial Interest in Community Foundation

Fair value is estimated at the present value of the future distributions expected to be received over the term of the agreement. Due to the nature of the valuation inputs, the interest is classified within Level 2 of the hierarchy.

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Level 3 Reconciliation

The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the consolidated accompanying statement of financial position using significant unobservable (Level 3) inputs:

	Private Investment Fund
Balance, July 1, 2011	\$ 75,929
Total realized and unrealized gains and losses included in other changes in net assets	5,551
Purchases	1,041,000
Balance, June 30, 2012	1,122,480
Total realized and unrealized gains and losses included in other changes in net assets	261,518
Purchases	777,000
Capital distributions	(21,000)
Balance, June 30, 2013	\$ 2,139,998

Level 3 realized and unrealized gains and losses included in change in net assets for the years ended June 30 are reported in the consolidated statements of activities as follows:

	2013	2012
Total gains	\$ <u>261,518</u>	\$ <u>5,551</u>
Change in unrealized gains relating to assets still held at the consolidated statement of financial position date	\$ <u>262,333</u>	\$ <u>1,052</u>

Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in recurring Level 3 fair value measurements.

	Fair Value June 30, 2013	Valuation Technique	Unobservable Inputs	Range (Weighted Average)
Private investment fund	\$ 2,139,998	Net asset value	NAV	N/A

University of Southern Indiana Foundation
Notes to Consolidated Financial Statements
June 30, 2013 and 2012

Note 10: Related-Party Transactions

The University and the Foundation are related parties that are not financially interrelated organizations. The University authorizes the Foundation to solicit contributions on its behalf. In the absence of donor restrictions, the Foundation has discretionary control over the amounts and timing of its distributions to the University.

The Foundation paid an annual administrative fee of \$325,500 and \$280,900 to the University for the years ended June 30, 2013 and 2012, respectively, for accounting, computer, administrative and other miscellaneous services provided to the Foundation by University personnel.

Amounts due to the University for approved program expenditures, which are included in payable to related parties as of June 30, 2013 and 2012, were \$487,419 and \$415,111, respectively.

Note 11: Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

Contributions

In 2013 and 2012, approximately 31 percent and 76 percent of all contributions were received from two donors and three donors, respectively.

Note 12: Risks and Uncertainties

Investments

The Foundation invests in various investment securities. Investment securities, as well as beneficial interests in trusts, are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities and beneficial interests, it is at least reasonably possible that the changes in the values of investment securities and beneficial interests will occur in the near term and that such changes could materially affect the amounts reported in the consolidated statements of financial position.

Supplementary Information

University of Southern Indiana Foundation
Consolidating Schedule of Financial Position Information
June 30, 2013
(With Comparative Totals for 2012)

	2013			
	University of Southern Indiana Foundation	Southern Indiana Higher Education Holdings, LLC	Eliminations	Total
Assets				
Cash	\$ 195,530	\$ 512,982	\$ -	\$ 708,512
Accounts and interest receivable	43,514	8,394	-	51,908
Contributions receivable, net	5,596,260	-	-	5,596,260
Prepaid expenses	19,450	-	-	19,450
Investments	79,900,086	-	-	79,900,086
Cash value of life insurance	325,070	-	-	325,070
Beneficial interest in charitable remainder trusts	711,262	-	-	711,262
Beneficial interest in perpetual trusts	3,221,092	-	-	3,221,092
Beneficial interest in Community Foundation	59,045	-	-	59,045
Real estate held for investment	434,510	2,036,705	-	2,471,215
Investment in Southern Indiana Higher Education Holdings, LLC	3,046,202	-	(3,046,202)	-
Land	46,413	179,055	-	225,468
Buildings, net of accumulated depreciation; 2013 – \$252,631, 2012 – \$215,818	184,797	308,828	-	493,625
Buildings held for disposal, net of accumulated depreciation; 2013 – \$0, 2012 – \$47,972	-	-	-	-
Property management deposits	1,950	2,325	-	4,275
Total assets	<u>\$ 93,785,181</u>	<u>\$ 3,048,289</u>	<u>\$ (3,046,202)</u>	<u>\$ 93,787,268</u>
Liabilities and Net Assets				
Liabilities				
Accounts payable	\$ 40,441	\$ 387	\$ -	\$ 40,828
Deposits	1,500	1,700	-	3,200
Deferred income	3,300	-	-	3,300
Payable to related parties	487,419	-	-	487,419
Annuities payable	2,025,132	-	-	2,025,132
Total liabilities	<u>2,557,792</u>	<u>2,087</u>	<u>-</u>	<u>2,559,879</u>
Net Assets				
Unrestricted	13,108,659	3,046,202	(3,046,202)	13,108,659
Temporarily restricted	41,043,320	-	-	41,043,320
Permanently restricted	37,075,410	-	-	37,075,410
Total net assets	<u>91,227,389</u>	<u>3,046,202</u>	<u>(3,046,202)</u>	<u>91,227,389</u>
Total liabilities and net assets	<u>\$ 93,785,181</u>	<u>\$ 3,048,289</u>	<u>\$ (3,046,202)</u>	<u>\$ 93,787,268</u>

2012

Total

\$ 599,014
83,176
4,729,501
17,535
70,416,808
258,726

680,416
3,005,440

55,467
2,406,765

-
289,918

669,488

207,428
3,775

\$ 83,423,457

\$ 30,038
2,700
14,610
415,111
1,912,038

2,374,497

12,443,665
32,819,586
35,785,709

81,048,960

\$ 83,423,457

University of Southern Indiana Foundation
Consolidating Schedule of Activities Information
Year Ended June 30, 2013
(With Comparative Totals for 2012)

	2013			
	Unrestricted			
	University of Southern Indiana Foundation	Southern Indiana Higher Education Holdings, LLC	Eliminations	Total
Revenues and Other Support				
Contributions	\$ 260,646	\$ -	\$ -	\$ 260,646
Change in value of split-interest agreements	-	-	-	-
Rental loss, net	(2,832)	(22,568)	-	(25,400)
Miscellaneous income	90,571	-	-	90,571
Reclassification of donor intent	-	-	-	-
Net assets released from restrictions	2,597,709	-	-	2,597,709
Total revenues and other support	<u>2,946,094</u>	<u>(22,568)</u>	<u>-</u>	<u>2,923,526</u>
Expenses				
Programs – University of Southern Indiana				
Scholarships and awards	1,705,639	-	-	1,705,639
Educational grants and academic enhancements	489,628	-	-	489,628
Athletic support	67,118	-	-	67,118
Other University support	515,704	-	-	515,704
Community outreach	47,823	-	-	47,823
Total program services	2,825,912	-	-	2,825,912
Management and general	483,897	13,905	-	497,802
Fundraising	348,736	-	-	348,736
Uncollectible pledge loss	-	-	-	-
Total expenses	<u>3,658,545</u>	<u>13,905</u>	<u>-</u>	<u>3,672,450</u>
Other Changes				
Investment income, net	1,638,906	1,056	-	1,639,962
Change in value of beneficial interest in trusts	-	-	-	-
Mineral royalty income	-	98,730	-	98,730
Loss on disposal of property	(324,774)	-	-	(324,774)
Property contribution – University of Southern Indiana	-	-	-	-
Net income of subsidiary	63,313	-	(63,313)	-
Gain on cash value of life insurance	-	-	-	-
Total other changes	<u>1,377,445</u>	<u>99,786</u>	<u>(63,313)</u>	<u>1,413,918</u>
Change in Net Assets	<u>\$ 664,994</u>	<u>\$ 63,313</u>	<u>\$ (63,313)</u>	<u>\$ 664,994</u>

		2012	
Temporarily Restricted	Permanently Restricted		
University of Southern Indiana Foundation	University of Southern Indiana Foundation	Total	Total
\$ 3,775,426	\$ 527,169	\$ 4,563,241	\$ 7,788,131
(36,756)	(559)	(37,315)	(166,770)
-	-	(25,400)	(42,570)
115,130	-	205,701	222,963
(240,331)	240,331	-	-
(2,597,709)	-	-	-
<u>1,015,760</u>	<u>766,941</u>	<u>4,706,227</u>	<u>7,801,754</u>
-	-	1,705,639	1,620,068
-	-	489,628	607,555
-	-	67,118	48,946
-	-	515,704	541,417
-	-	47,823	28,089
-	-	2,825,912	2,846,075
-	-	497,802	573,181
-	-	348,736	208,397
35,154	433	35,587	28,485
<u>35,154</u>	<u>433</u>	<u>3,708,037</u>	<u>3,656,138</u>
7,161,209	307,541	9,108,712	949,626
3,578	215,652	219,230	(91,280)
-	-	98,730	122,142
-	-	(324,774)	(94,805)
-	-	-	(27,360)
-	-	-	-
78,341	-	78,341	79,890
<u>7,243,128</u>	<u>523,193</u>	<u>9,180,239</u>	<u>938,213</u>
<u>\$ 8,223,734</u>	<u>\$ 1,289,701</u>	<u>\$ 10,178,429</u>	<u>\$ 5,083,829</u>